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# FLORIDA PROFIT CORPORATION OR P.A.

## KIMBA LENDING, INC.

Certificate of Status	0
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#### ARTICLES OF INCORPORATION

OF

## KIMBA LENDING, INC.



#### ARTICLE I - NAME

The name of this Corporation is KIMBA LENDING, INC.

#### ARTICLE II - DURATION

This Corporation shall have perpetual existence commencing upon filing of these Articles.

## ARTICLE III - PURPOSE

This Corporation is organized for the following purposes:

- A. For any legal and lawful purpose.
- B. To have and to exercise all the powers now or hereafter conferred by the laws of the State of Florida upon corporations organized pursuant to the laws under which this Corporation is organized and any and all acts amendatory thereof and supplemental thereto.

#### ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue One Hundred (100) shares of One (\$1.00) Dollar par value common stock.

## ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to

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purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

## ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 8551 West Sunrise Boulevard, Suite 208, Fort Lauderdale, Florida 33322 and the name of the initial registered agent of this corporation at that address is Philip C. Rosen.

#### ARTICLE VII - INITIAL MAILING ADDRESS

The initial mailing address of this corporation is:

8551 West Sunrise Boulevard Suite 208 Fort Lauderdale, Florida 33322

## ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The name and address of the initial director of this Corporation:

Susan J. Rappoli 8551 West Sunrise Boulevard Suite 208 Fort Lauderdale, Florida 33322

#### ARTICLE IX - INCORPORATOR

The name and address of the incorporator signing these Articles:

Philip C. Rosen 8551 West Sunrise Boulevard Suite 208 Fort Lauderdale, Florida 33322

#### ARTICLE X - INDEMNIFICATION

This Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

## ARTICLE XI - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders are subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator executed these Articles of Incorporation this 25th day of November, 2003.

Philip C. Rosen, Incorporator

## STATE OF FLORIDA COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 25<sup>th</sup> day of November, 2003 by Philip C. Rosen who is personally known to me or who has produced his Florida driver's license as identification and who did take an oath.



Notary Public

## DESIGNATION OF REGISTERED AGENT

## FOR

## KIMBA LENDING, INC.

In compliance with Section 48.091, Florida Statutes, KIMBA LENDING, INC. desiring to organize and qualify under the laws of the State of Florida, hereby names Philip C. Rosen located at 8551 W. Sunrise Boulevard, Suite 208, Ft. Lauderdale, Florida 33322 as its agent to accept service of process within Florida.

DATED: November 25, 2003

Philip C. Rosen, Incorporator

#### ACCEPTANCE

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED: November 25, 2003

Philip C. Rosen, Registered Agent