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FLORIDA PROFIT CORPORATION OR P.A.

contract administrators of south florida, inc.

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This Instrument Prepared by:
Patricia O. Espinoza, Esq.
815 N.W. 27th Avenue, Suite 405
Miami, Florida 33176
Tel. (305) 262-3911
Fla. Bar No. 89426

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ARTICLES OF INCORPORATION

OF

CONTRACT ADMINISTRATORS OF SOUTH FLORIDA, INC.

The undersigned subscribers, for the purposes of forming a corporation under the laws of the State of Florida, adopt the following Articles of Incorporation:

ARTICLE I

NAME OF CORPORATION

The name of the corporation is:

CONTRACT ADMINISTRATORS OF SOUTH FLORIDA, INC.

ARTICLE II

NATURE OF BUSINESS

This Corporation is organized for the purposes of engaging in transacting any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act, as amended.

This Corporation shall have full power and lawful authority to issue, execute, assign and endorse notes, mortgages, bonds and all other negotiable papers; to administer and manage the sales center offices for developers; to secure any indebtedness due to it in the same manner common to natural persons. It shall have the full power to loan money and to secure the payment thereof by accepting mortgages, personal endorsements in assignments or personal property or other security. The business of the corporation is

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from time to time to do any one or more of all of the acts and things set out above, and it shall have the right to conduct its business in all its branches, in or outside the State of Florida, or in any other state, territory or dependency of the United States, or in foreign countries

ARTICLE III

CAPITAL STOCK

The maximum shares of stock that this Corporation is authorized to have outstanding at any time is ONE THOUSAND (1000) shares of common stock having a par value of ONE (\$1.00) Dollar per share.

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which this Corporation will begin business is not less than ONE THOUSAND (\$1,000.00) Dollars.

ARTICLE V

TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE VI

INITIAL REGISTERED AGENT & OFFICE

The Registered Agent of this Corporation is Patricia O. Espinosa, Esq., and the initial registered office is 815 N.W. 57th Avenue, Suite 405, Miami, Florida 33126. The principal office of the corporation is located at 815 N.W. 57th Avenue, Suite 405, Miami, Florida 33126. The Management may from time to time move the principal office to any other address in Florida.

ARTICLE VII

BOARD OF DIRECTORS

This Corporation shall have a minimum of one director. This corporation shall have initially TWO (2) directors. The number of Directors may be increased or reduced from time to time, by the bylaws adopted by the stockholders. The name and address of the initial Board of Directors, consisting of TWO (2) members are:

PATRICIA O. ESPINOSA	DIRECTOR
815 N.W. 57 th Avenue, Suite 405	
Miami, FL 33126	

NIVIO PENABAD	DIRECTOR
815 N.W. 57 th Avenue, Suite 405	
Miami, FL 33126	

ARTICLE VIII

OFFICERS

The names and post office addresses of the initial officers who shall hold office until their successors are elected or appointed or have qualified are:

PATRICIA O. ESPINOSA	PRESIDENT, SECRETARY
815 N.W. 57 th Avenue, Suite 405	
Miami, FL 33126	

NIVIO PENABAD	VICE PRESIDENT, TREASURER
815 N.W. 57 th Avenue, Suite 405	
Miami, FL 33126	

ARTICLE IX

SUBSCRIBERS

The names and addresses of the subscribers and incorporators and the number of shares which they agree to take are:

PATRICIA O. ESPINOSA	500 SHARES (50%)
815 N.W. 57 th Avenue, Suite 405	
Miami, FL 33126	

NIVIO PENABAD
815 N.W. 57th Avenue, Suite 405
Miami, FL 33126

500 SHARES (50%)

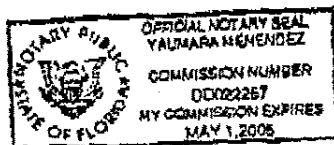
IN WITNESS WHEREOF, we have hereunto set our hands and seal this 20 day
of August, 2004.


PATRICIA O. ESPINOSA

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

I HEREBY CERTIFY that on this 20 day of August, 2004, before me, a Notary
Public, authorized in the State and County named above to take acknowledgments,
personally appeared PATRICIA O. ESPINOSA to me well known to be the person
described as Incorporator, in and who executed the foregoing Articles of Incorporation,
acknowledged before me that she subscribed to these Articles of Incorporation, and the
facts therein are truly set forth.

WITNESS my hand and official seal at Miami, Miami-Dade County, Florida, the
year and day aforesaid.




NOTARY PUBLIC

STATE OF FLORIDA AT LARGE

My Commission expires: May 1, 2005

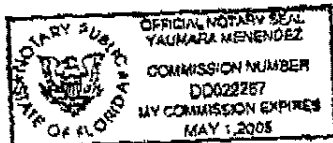
IN WITNESS WHEREOF, we have hereunto set our hands and seal this 20 day of August, 2004.

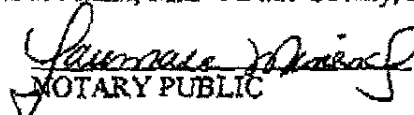

NIVIO PENABAD

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

I HEREBY CERTIFY that on this 20 day of August, 2004, before me, a Notary Public, authorized in the State and County named above to take acknowledgments, personally appeared NIVIO PENABAD to me well known to be the person described as Incorporator, in and who executed the foregoing Articles of Incorporation, acknowledged before me that he subscribed to these Articles of Incorporation, and the facts therein are truly set forth.

WITNESS my hand and official seal at Miami, Miami-Dade County, Florida, the




NOTARY PUBLIC

STATE OF FLORIDA AT LARGE

My Commission expires: May 1, 2005

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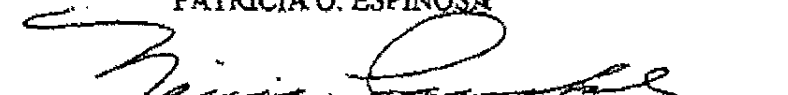
**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OF DOMICILE FOR THE SERVICE OF PROCESS
WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:


FIRST: That CONTRACT ADMINISTRATORS OF SOUTH FLORIDA, INC.

desiring to organize or qualify under the laws of the State of Florida with its principal
place of business being 815 N.W. 57th Avenue, Suite 405, Miami, Florida 33126, has
named PATRICIA O. ESPINOSA, ESQ., 815 N.W. 57th Avenue, Suite 405, Miami,
Florida 33126, as its agent to accept service of process within Florida.


PATRICIA O. ESPINOSA


NIVIO PENABAD

Having been named to accept service of process for the above-stated 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.


PATRICIA O. ESPINOSA
Registered Agent

Dated: 8/20/04

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