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Florida Department of State
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

COUNTRYWIDE CAPITAL, INC.

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T. Burch MAR 31 2005

**ARTICLES OF INCORPORATION
OF
COUNTRYWIDE CAPITAL, INC.**

ONE: The name of the corporation is
COUNTRYWIDE CAPITAL, INC.

TWO: The duration of the corporation shall be perpetual.

THREE: The principal address and registered office of this corporation is
1814 N.E. Miami Gardens Drive
Suite 804
North Miami Beach, Florida

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FOUR: The general purpose or purposes for which this corporation is being formed are to include the transactions of any, or all, lawful business permitted under the laws of the State of Florida.

FIVE: The aggregate number of shares, which the corporation shall have authority to issue, is one hundred (100) common shares with a value of one 00/100 dollar (\$1.00) each.

SIX: The registered agent and the street address of the initial registered office of the corporation in the State of Florida is:

Name:	Address:
ANTHONY FREYRE	1814 NE Miami Gardens Drive, Suite 804 North Miami Beach, Florida

SEVEN: The number of directors constituting the initial board of directors is one and the name and address of the person who is to serve as member thereof is as follows:

Name:	Address:
ANTHONY FREYRE	1814 NE Miami Gardens Drive, Suite 804 North Miami Beach, Florida

EIGHT: The name and address of the sole incorporator is:

Name:

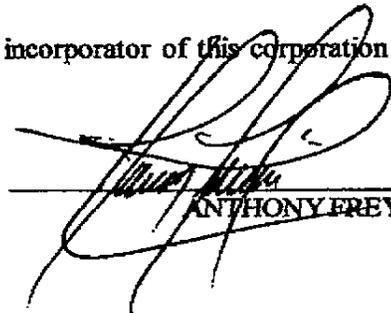
Address:

ANTHONY FREYRE

1814 NE Miami Gardens Drive, Suite 804
North Miami Beach, Florida

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

DATED: 3-30-2005



ANTHONY FREYRE

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

I HEREBY CERTIFY that on this day, before me, a Notary Public authorized in the State and County named above to take acknowledgments, personally appeared Anthony Freire, who produced CA.DR.LIC.#N4812190, as identification, and who is known to be the person described as the subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

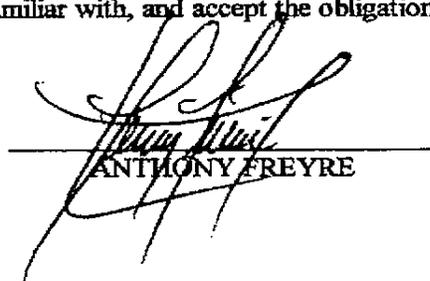
WITNESS my hand and official seal in the County and State named above this 30th day of March, 2005.



NOTARY PUBLIC



I, the undersigned, hereby accept the appointment as Registered Agent of the above noted corporation. I am familiar with, and accept the obligations of, Section 607.325 of the Florida Statutes.



ANTHONY FREYRE