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FLORIDA PROFIT CORPORATION OR P.A.

Island Capital Funding Corporation

| Certificate of Status | 1 |
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ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Island Capital Funding Corporation

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

Island Capital Funding Corporation 9100-D Boca Gardens Parkway Boca Raton, FL 33496

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,500 Shares at No Par Value

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS The name and address of the initial registered agent is:

Steven Baritz 9100-D Boca Gardens Parkway Boca Raton, FL 33496

Prepared By:
Bruce B. Hubbard
77 East John St.
Hicksville, New York 11801
1-518-935-3940

ARTICLES V INITIAL OFFICER(\$)/DIRECTOR(\$)

The name(s) and street address(es) and title(s) to these Articles of Incorporation is(are):

Steven Baritz - President 11 Oval Drive, Suite 174 Islandia, NY 11749

ARTICLES VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Steven Baritz 11 Oval Drive, Suite 174 Islandia, NY 11749

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

Steven Baritz - Signature

6th day of April 2005.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN THE DESIGNATING THE REGISTERED OFFICE/AGENT, IN THE STATE OF FLORIDA.

| 1. The name of the corporation is: | Island Capital Funding Corporation | | ٠ |
|--|---|--------------------|--------------------|
| 2. The name and address of the regist | tered agent and office is: | | |
| | Steven Baritz | | |
| | Name | | |
| | 9100-D Boca Gardens Parkway | | |
| | (P.O. Box or Mail Drop Box NOT Acceptable) | | |
| | Boca Raton. FL 33496 | | |
| | (City / State / Zip) | | |
| corporation at the place designate agent and agree to act in this cape | agent and to accept service of process for the above stated and in this certificate, I hereby accept the appointment as registered acity. I further agree to comply with the provisions of all the statute te performance of my duties, and am familiar with and accept the stered agent. | 05 APR -7 AM 8: 54 | SECRETARY OF STATE |
| | April 6, 2005 | | |
| Steven Baritz SIGNATURE | (Date) | | |