

Electronic Articles of Incorporation For

**P05000075320
FILED
May 24, 2005
Sec. Of State
wcunningham**

FIRST SIERRA USA, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

FIRST SIERRA USA, INC.

Article II

The principal place of business address:

801 WEST BAY DRIVE
FOURTH FLOOR, SUITE 426
LARGO, FL. 337700

The mailing address of the corporation is:

801 WEST BAY DRIVE
FOURTH FLOOR, SUITE 426
LARGO, FL. 337700

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

10,000

Article V

The name and Florida street address of the registered agent is:

CT CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION, FL. 33324

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: MICHAEL JONES

Article VI

The name and address of the incorporator is:

FELIPE ZAVALA
5809 ACACIA CIRCLE
EL PASO, TEXAS
79912

Incorporator Signature: FELIPE ZAVALA

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P.
SEAN FORWARD
801 WEST BAY DRIVE, FOURTH FLOOR SUITE 426
LARGO, FL. 33770

Title: TREA
SEAN FORWARD
801 WEST BAY DRIVE, FOURTH FLOOR SUITE 426
LARGO, FL. 33770

Title: SEC.
SEAN FORWARD
801 WEST BAY DRIVE, FOURTH FLOOR SUITE 426
LARGO, FL. 33770