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2006 SEP 26 PM 2:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

CHARLES S. DAYHOFF III
Attorney and Counselor at Law

Cornerstone Centre
3830 Tampa Road, Suite 150
Palm Harbor, FL 34684

Phone: (727) 785-6721
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September 25, 2006

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

VIA FEDERAL EXPRESS

Re: Articles of Incorporation
Liberty Financial Funding Group, Inc.

Dear Sir/Madam:

Please find enclosed each of the following:

1. Original and one copy of Articles of Incorporation.
2. Original and one copy of a Certificate Designating Registered Office for the Service of Process Within the State of Florida, and Naming the Registered Agent Upon Whom Process May be Served.
3. A check payable to the order of the Florida Department of State in the sum of \$70.00 for the filing fee.

Please file the above documents and return a "file stamped" copy to me as soon as possible.

Thanking you in advance for your cooperation, I am

Sincerely yours,


CHARLES S. DAYHOFF III

CSD:bf
Enclosures

ARTICLES OF INCORPORATION

OF

LIBERTY FINANCIAL FUNDING GROUP, INC.

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator(s) of a corporation under the Florida Business Corporation Act, adopt(s) the following Articles of Incorporation for such corporation:

1. **Name.** The name of this corporation is **LIBERTY FINANCIAL FUNDING GROUP, INC.**

2. **Principal Office/Mailing Address.** The principal office of the corporation is 2901 First Avenue North, St. Petersburg, Florida 33713. The mailing address of the corporation is 2901 First Avenue North, St. Petersburg, Florida 33713.

3. **Duration.** The period of its duration shall be perpetual.

4. **Purpose.** The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

5. **Capital Stock.** The corporation is authorized to issue 100 shares, all of one class, at \$1.00 par value.

6. **Initial Registered Office and Agent.** The name and street address of the initial registered agent and office of this corporation is as follows:

CHARLES S. DAYHOFF III, ESQUIRE
3830 Tampa Road, Suite 150
Palm Harbor, Florida 34684

7. **Initial Board of Directors.** This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by any amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one (1).

The name and address of the initial director of this corporation is:

Name

Address

JAMES C LORDEN

2901 1ST Avenue North
St. Petersburg, FL 33713

8. **Incorporator.** The name and address of the Incorporator signing these Articles of Incorporation is:

Name

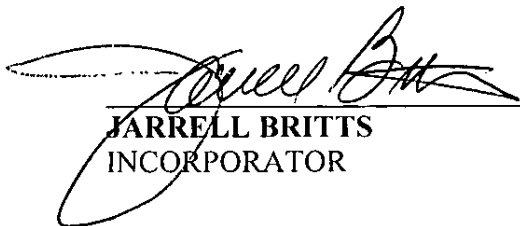
Address

JARRELL BRITTS

2901 1ST Avenue North
St. Petersburg, FL 33713

9. **Amendment of Articles.** 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 is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 22 day of September, 2006.


JARRELL BRITTS
INCORPORATOR


CHARLES S. DAYHOFF III
REGISTERED AGENT

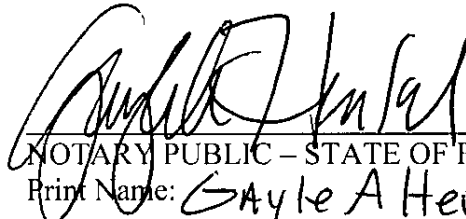
STATE OF FLORIDA

COUNTY OF PINELLAS

THE FOREGOING INSTRUMENT was acknowledged before me this 22 day of September, 2006, by **JARRELL BRITTS**, who is personally known to me or who has produced a Florida driver's license as identification and who did take an oath.



GAYLE A. HERTEL
MY COMMISSION # DD 469008
EXPIRES: October 18, 2009
Bonded Thru Budget Notary Services

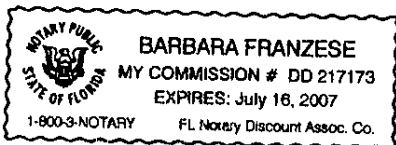


NOTARY PUBLIC - STATE OF FLORIDA
Print Name: Gayle A Hertel

STATE OF FLORIDA

COUNTY OF PINELLAS

THE FOREGOING INSTRUMENT was acknowledged before me this 22nd day of September, 2006, by **CHARLES S. DAYHOFF III**, who is personally known to me or who has produced a Florida driver's license as identification and who did not take an oath.



BARBARA FRANZESE
MY COMMISSION # DD 217173
EXPIRES: July 16, 2007
1-800-9-NOTARY FL Notary Discount Assoc. Co.



NOTARY PUBLIC - STATE OF FLORIDA
Print Name: BARBARA FRANZESE

**CERTIFICATE DESIGNATING REGISTERED OFFICE
FOR THE SERVICE OF PROCESS WITHIN THE
STATE OF FLORIDA, AND NAMING THE REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with §§48.091, 607.0501 and 607.0505 of the Florida Statutes,
the following is submitted:

1. That **LIBERTY FINANCIAL FUNDING GROUP, INC.**, desiring to qualify
under the laws of the State of Florida, with its principal place of business in the City of
St. Petersburg, State of Florida, has named **CHARLES S. DAYHOFF III**, 3830 Tampa
Road, Suite 150, Palm Harbor, FL 34684, as its Registered Agent to accept service of
process within the State of Florida.


DATED: September 22, 2006.

LIBERTY FINANCIAL FUNDING GROUP, INC., a
Florida corporation

By: 
JAMES C Lorden II, President

Having been named to accept service of process for the above-stated
corporation at the place designated above, I HEREBY AGREE TO ACT in this capacity
and agree to comply with the provisions of all statutes relative to the proper and
complete performance of my duties.

DATED: September 22, 2006.


CHARLES S. DAYHOFF III
REGISTERED AGENT