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FLORIDA PROFIT/NON PROFIT CORPORATION

allison adler, p.a.

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This Instrument Prepared By:
Stephen L. Vinson, Jr., Esq.
STEPHEN L. VINSON, JR., P.A.
1200 Brickell Avenue, Suite 1680
Miami, Florida 33131
Tel: (305) 375-9510

AFFIDAVIT

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, authorized to take acknowledgments and administer oaths, personally appeared, Allison Adler (Affiant) who, after being duly sworn, depose and say:

Affiant is the last surviving director of Allison Adler, P.A., a dissolved professional association (Document Number P05000052540). Affiant will not be reinstating said company at any time in the future.


FURTHER AFFIANT SAYETH NAUGHT.


Allison Adler, last surviving director

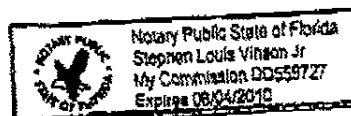
STATE OF FLORIDA
COUNTY OF MIAMI DADE

I HEREBY CERTIFY that, on this day, before me, an officer duly authorized in the State and County aforesaid to administer oaths and take acknowledgments, personally appeared Allison Adler, who after being duly sworn, acknowledged before me the execution of the foregoing instrument for the purposes therein expressed, and who (has) have produced as identification.

WITNESS my hand and official seal in the County and State last aforesaid this 17 day of July, 2007.



NOTARY PUBLIC, STATE OF FLORIDA
Name:
Please Print
My commission expires:



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(4)

ARTICLES OF INCORPORATION
OF
ALLISON ADLER, P.A.

The undersigned, for the purpose of forming a professional association under the Florida Business Corporation Act and adopts the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation is Allison Adler, P.A. and its address is: 1865 N. Corporate Lakes Blvd., Suite 1, Weston, FL 33326.

ARTICLE II

Duration

The duration of the corporation is perpetual.

ARTICLE III

Purpose

The general purposes for which the corporation is organized are:

(1) To transact any business as a mortgage broker/lender under the Florida Business Corporation Act.

(2) To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV

Authorized Shares

The aggregate number of shares which the corporation is authorized to issue is 1,000, such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

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ARTICLE V

Registered Office and Agent

The street address of the initial registered office of the corporation is: Stephen L. Vinson, Jr., P.A., 1200 Brickell Avenue, Suite 1680, Miami, Florida, 33131.

ARTICLE VI

Directors

The number of directors constituting the board of directors of the corporation shall be determined in accordance with the By-Laws, but shall not be less than one. The number of directors constituting the initial board of directors is one (1).

The name and address of the person who is to serve as the member of the initial board of directors is:

Allison Adler

ARTICLE VII

Officers

The initial officer is: Allison Adler, President and Secretary.

ARTICLE VIII

Incorporator

The name and address of the incorporator is: Allison Adler, 1865 N. Corporate Lakes Blvd, Suite 1, Weston, FL 33326

ARTICLE IX

Indemnification

The corporation shall indemnify each director, officer and shareholder of the corporation against any and all liability and expenses incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer, director or shareholder of the corporation to the full extent permitted by the laws of the State of Florida.

SIGNATURE PAGE TO FOLLOW

Executed by the undersigned, on the 8th day of June 2007.

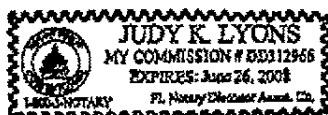
Allison Adler
Allison Adler

STATE OF FLORIDA)
COUNTY OF DADE) SS:

BEFORE ME, personally appeared Allison Adler to me well known to be the person described in or who has produced _____ as identification and who subscribed the above Articles of Incorporation and he freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, this 8 day of June, 2007.

My commission expires:



Judy K. Lyons
Notary Public

Acknowledgment of Appointment by Registered Agent

Having been named the registered agent for the above corporation at the place designated in the foregoing Articles of Incorporation, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.

[Signature]
Registered Agent

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TALLAHASSEE
SECRETARY OF STATE