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Florida Department of State
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To: Division of Corporations
Fax Number : (850) 617-6381

From:
Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT/NON PROFIT CORPORATION

empire lending group inc.

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ARTICLES OF INCORPORATION

ARTICLE I NAME

The name of this Corporation is **EMPIRE LENDING GROUP INC.**

ARTICLE II DURATION

This Corporation shall have a perpetual existence commencing on the date of the filing.

ARTICLE III PURPOSE

This Corporation may engage in any activity of business permitted under the laws of the United States and the State of Florida.

ARTICLE IV CAPITAL STOCK

This Corporation is authorized to issue and have outstanding at any one time an aggregate number of shares of 500 shares of common stock having a par value of \$1.00 per share.

ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The name of the street address of the initial registered office of this Corporation is 13886 S.W 65 Terrace Miami FL 33183.

The principal place of business of the Corporation shall be 8051 N.W 36 Street Ste 601 Miami FL 33166.

ARTICLE VI INITIAL BOARD OF DIRECTORS

This Corporation shall have at two (2) Directors initially. The number of Directors may be increased or decreased from time to time by the By-Laws, but shall never be less than one (1).

The name and address of the initial Director are:

Jhoana Carolina Luna
President

13886 S.W 65 Terrace
Miami FL 33183.

Victor J. Fonseca
Vice-President

13886 S.W 65 Terrace
Miami FL 33183.

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ARTICLE VII LAWS

The By-Laws of this Corporation may be adopted, altered, amended or repealed by either the Stockholder(s) or Director(s).

ARTICLE VIII INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director to the full extent permitted by law.

ARTICLE IX PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this Corporation of same Kind, class or series as that which he/she already holds, shall have the right to purchase his/her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

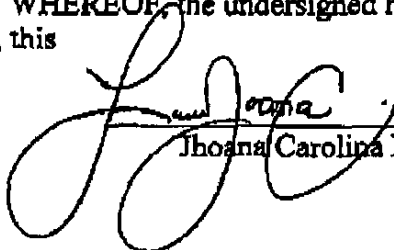
ARTICLE X INCORPORATOR

The person signing these articles Jhoana Carolina Luna, 13886 S.W 65 Terrace Miami Fl 33183.

ARTICLE XI AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this

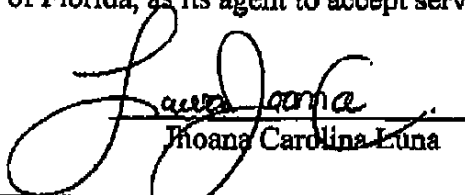

Jhoana Carolina Luna

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ACCEPTANCE BY REGISTERED AGENT

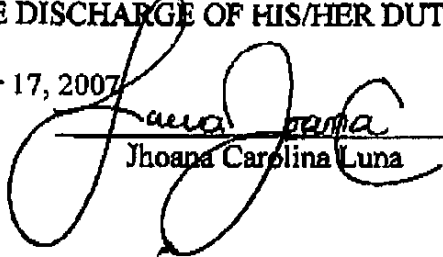
Pursuant to the provisions of sections 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

EMPIRE LENDING GROUP INC. Corporation organized under the laws of the State of Florida has named Jhoana Carolina Luna, at Miami Dade County, State of Florida, as its agent to accept service of process within this state.


Jhoana Carolina Luna

HAVING BEEN NAMED TO ACCEPT SERVICES OF PROCESS FOR, **EMPIRE LENDING GROUP INC.**, 8051 N.W 36 STREET STE 601 MIAMI FL 33166. THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HIS/HER DUTIES.

Dated this October 17, 2007


Jhoana Carolina Luna