

**Electronic Articles of Incorporation
For**

P09000063898
FILED
July 28, 2009
Sec. Of State
jshivers

U.S. CAPITAL FUNDING II SER TRST I, 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:

U.S. CAPITAL FUNDING II SER TRST I, INC.

Article II

The principal place of business address:

3235 SATELLITE BLVD. BLDG. 400
300
DULUTH, GA. 30096

The mailing address of the corporation is:

3235 SATELLITE BLVD. BLDG. 400
300
DULUTH, GA. 30096

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:

1

Article V

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

DOUGLAS H PRUDEN
3564 AVALON PARK BLVD.
201
ORLANDO, FL. 32828

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

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Registered Agent Signature: DOUGLAS PRUDEN

Article VI

The name and address of the incorporator is:

ROBERT FOWLER
3235 SATELLITE BLVD.. BLDG. 400
300
DULUTH, GA, 30096

Incorporator Signature: ROBERT FOWLER

Article VII

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

Title: P
ROBERT FOWLER
3235 SATELLITE BLVD. BLDG. 400 STE.300
DULUTH, GA. 30096 US

Title: VP
TAWANNA PICKETT
3235 SATELLITE BLVD. BLDG. 400 STE.300
DULUTH, GA. 30096 US

Title: SEC
DOWAIN BESS
3235 SATELLITE BLVD. BLDG.400 STE.300
DULUTH, GA. 30096 US

Article VIII

The effective date for this corporation shall be:

07/23/2009