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February 13, 1995

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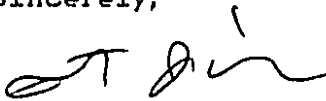
Secretary of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

Dear Secretary of State:

Please find the attached Articles of Incorporation and check
for the filing fee to incorporate this company.

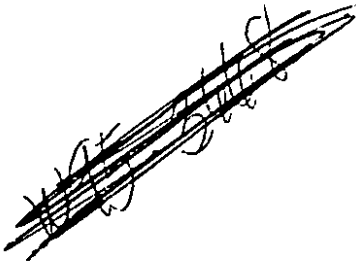
Thank you for processing this transaction.

Sincerely,



Robert J. Quinlan

FILED
95 FEB 28 AM 7:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



T. BROWN FEB 28 1995

February 22, 1995

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314


Dear Corporate Specialist:

Enclosed you will find a copy of a letter from Teresa Brown, from the division of Corporations along with a revised copy of our Articles of Incorporation. The corporate address and mailing address are now reflected in Article VII.

Please expedite the filing of this corporation as quick as possible. Should you have any questions, you can reach me at (407) 834-2856.

Thank you.

Sincerely,


Robert J. Quinlan
President



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 16, 1995

ROBERT J. QUINLAN
615 BURKE STREET
ALTAMONTE SPRINGS, FL 32701

SUBJECT: BUSINESS FUNDING GROUP, INC.
Ref. Number: W95000003668

We have received your document for BUSINESS FUNDING GROUP, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6932.

Teresa Brown
Corporate Specialist

Letter Number: 795A00007164

ARTICLES OF INCORPORATION
OF
BUSINESS FUNDING GROUP, INC.

FILED
95 FEB 28 AM 7:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby associate for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I.

The name of this corporation shall be: BUSINESS FUNDING GROUP, INC.

ARTICLE II.

The general nature of the business to be transacted by this Corporation shall be:

- (a) All lawful purposes.
- (b) To lend money and negotiate loans; to draw, accept, endorse, discount, buy, sell and deliver bills of exchange, promissory notes, bonds, accounts receivables, debentures and other negotiable instruments and securities; generally to carry on and undertake any business, undertaking, transaction or operation commonly carried on or undertaken by capitalists, promoters and financiers which may seem capable of being conveniently carried on in connection with the above or calculated directly or indirectly to enhance the value of or render profitable any property or right of the Corporation.

(c) To purchase, issue, own, hold, sell, draw, accept and discount bonds, accounts receivables, stocks of all kinds, promissory notes, bills of exchange, mortgages, liens, leases, contracts in writing and other instruments evidencing any and all rights and interest in and to any real estate, chattels, or chooses in action, including the power to exercises all the rights and privileges of owner or owners thereof.

(d) To borrow or raise money for any of the purposes of the Corporation, in such amounts as the Board of Directors may from time to time determine, to issue bonds, debentures, notes or other obligations of any nature and in any manner for moneys so borrowed without limit as to amount, and if and to the extent so determined, to secure the principal thereof, and the interest thereon, by mortgage upon or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights either at the time owned or thereafter required or in any other manner.

(e) To acquire all or part of the goodwill, rights, property and business of any person, firm, association or corporation heretofore or hereafter engaged in any business similar to any business which the Corporation has the power to conduct, to pay for the same in cash or stock or bonds of the Corporation or otherwise, to hold, utilize, or in any manner dispose of the whole or any part of the rights and properties so acquired, and to assume in connection therewith any liabilities of any person, firm, association or corporation and conduct in any awful manner the whole or any part of the business thus acquired.

(f) To adopt, apply for, obtain, register, purchase, lease, take assignments or license of, or otherwise to acquire or obtain the use of, and to hold, protect, own , use, develop, introduce, advertise and exploit, and to sell, assign, lease, grant licenses or other rights in respect to, make contracts concerning or otherwise deal with, dispose of or turn to account any

copyrights, letters patent and patent applications of the United States of America or of any other country, government or authority, and any inventions, improvements, processes, formulae, mechanical and other combinations, licenses and privileges, whether in connection with or secured under letters patent or otherwise, which are or shall be necessary, convenient, advisable or adaptable for the utilization by the Corporation in any way, directly or indirectly, of such letters patent and patent applications, trade names, trademarks, copyrights and pending applications, trade names, trademarks, copyrights and pending applications therefor, inventions, improvements, processes, formulae, mechanical and other combinations, licenses and privileges.

(g) To purchase or acquire by gift, devise, bequest or otherwise, and to hold, own use, lease, mortgage, pledge, sell, convey, assign, transfer, exchange or otherwise dispose of property of every nature and description, real, personal and mixed, or any right or interest therein, without limit as to amount, within or without the State of Florida.

(h) To enter into, make and perform contracts of every sort and description, which may be necessary or convenient to the carrying on of the business of the Corporation, with any person, firm, association, corporation, municipality, body politic, county, state or government or colony or dependency or agency thereof.

(I) To do all and everything necessary or proper for the accomplishment of the objects enumerated or necessary or incidental to the protection and benefit of the Corporation and in general to carry an any lawful business necessary or incidental to the attainment of the objects of the Corporation, whether or not such business is similar in nature to the objects set forth herein, provided the same be not inconsistent with the laws under which the Corporation is organized.

(j) In general, to carry on any business and to have and exercise all of the powers conferred by the laws of the State of Florida upon corporations formed thereunder, and to do any or all of the things hereinbefore set forth as principal, agent or otherwise, either alone or in conjunction with others, and in any part of the world.

(k) The objects and purposes specified in the foregoing clauses of this Article II shall, except where otherwise expressed in this Article, be in no wise limited or restricted by reference to, or inference from, the terms of any other clause of this or any other Article of these Articles of Incorporation, but shall be regarded as independent objects and purposes and shall be construed as powers as well as objects and purposes.

ARTICLE III.

STOCK

The authorized Capital Stock of this Corporation shall consist of 10,000 shares at \$1.00 par value.

ARTICLE IV.

CAPITAL

The amount of capital with which this Corporation shall begin business shall be not less than \$2,000.00.

ARTICLE V.

CORPORATE EXISTENCE

This Corporation shall exist perpetually unless dissolved according to law.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 615 Burke Street, Altamonte Springs, FL 32701 and the name of the initial registered agent of this Corporation at that address is Robert J. Quinlan.

ARTICLE VII

CORPORATE PRINCIPAL OFFICE ADDRESS

The street and mailing address of this Corporation is 615 Burke Street, Altamonte Springs, FL 32701.

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws. The name and address of the initial director of this Corporation who shall hold office until the annual meeting of the shareholders to be held in the year 1995 or until his successors are elected or appointed and have qualified is:

Robert J. Quinlan

615 Burke Street
Altamonte Springs, FL 32701

ARTICLE IX

SUBSCRIBERS

The name and street address of each subscriber to these Articles of Incorporation is as follows:

Robert J. Quinlan

615 Burke Street
Altamonte Springs, FL 32701

ARTICLE X

SPECIAL PROVISIONS

(a) No holder of Stock of the Corporation of any class shall have any preferential, preemptive or other right to subscribe for or to purchase from the Corporation any stock of the Corporation of any class whether or not now authorized, or to purchase any bonds, certificates or indebtedness, debentures, notes, obligations or other securities, which the Corporation may at any time issue, whether or not the same shall be convertible into stock of the Corporation of any class or shall entitle the owner or holder to purchase stock of the Corporation of any class.

(b) No contract or other transaction between the Corporation and any other corporation, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the Directors of the Corporation is or are interested in, or are Director or officer or Directors or officers of such other corporation, and any Director or Directors, individually or jointly, may be party or parties to, or may be interested in any such contract or transaction of the Corporation, or in which the Corporation is interested, and no contract, act or transaction, in the absence of fraud, shall be affected or invalidated by the fact that any Director or Directors of the Corporation is a party or are parties to or interested in such contract, act or transaction, or in any

way connected with such person or persons, firm or corporation, and each and every person who may become a Director of the Corporation is hereby relieved from any liability that might otherwise exist from this contracting with the Corporation for the benefit of himself or any firm, association or corporation in which he may be in anywise interested. Any director of the Corporation may vote upon any contract or other transaction between the Corporation and any subsidiary or controlled corporation without regard to the fact that he is also a Director of such subsidiary or controlled corporation.

(c) The Board of Directors, in addition to choosing the President, Secretary and Treasurer of the Corporation, may choose one or more Vice Presidents, an Assistant Secretary, an Assistant Treasurer and such other officers as the Board shall deem advisable, and such officer shall serve for such terms and have such duties as may be determined by the Board of Directors.

(d) The shareholders may, in their discretion, choose a Chairman of the Board of Directors at the annual meeting of the shareholders of the Corporation; or, if the annual meeting of the shareholders is not held, at any meeting of shareholders thereafter called pursuant to the By-Laws or the Corporation.

(e) The Corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statutes and all rights conferred upon shareholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of
Incorporation this 13th day of February, 1995.



Robert J. Quinlan

STATE OF FLORIDA

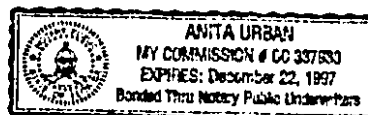
COUNTY OF ORANGE

Before me, a notary public authorized to take acknowledgments in the State and County
set forth above, personally appeared ROBERT J. QUINLAN, known to me and know by me to
be the person who executed the foregoing Articles of Incorporation, and he acknowledged before
me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in
the State and County aforesaid, this 13 day of Feb., 1995.


Notary Public
State of Florida at Large:

My Commission Expires:



FILED
95 FEB 28 AM 7:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST--THAT DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF MAITLAND, STATE OF FLORIDA, HAS NAMED ROBERT J. QUINLAN AT 615 BURKE STREET, CITY OF ALTAMONTE SPRINGS, STATE OF FLORIDA 32701, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE

Robert J. Quinlan
(CORPORATE OFFICER)
Robert J. Quinlan

TITLE

President

DATE

2-13-95

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE

Robert J. Quinlan
(REGISTERED AGENT)
Robert J. Quinlan

DATE

2-13-95