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April 19, 1995

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

Re: Incorporation of RCR Funding Corporation

Dear Sir or Madam:

Enclosed herewith please find two (2) original Articles of Incorporation for the above captioned entity, along with our check for filing some in the amount \$ 122.50. Please return one of the original in enclosed self-addressed, self-stamped envelopes.

Thank you for your attention to this matter.

Yours truly,


Carlos J. Reyes
For the Firm

CJR:pam
Enclosures

SRSTATX.RCR

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04/21/95 --01059--002
***122.50 ***122.50

AB 4/25/95

EFFECTIVE DATE
4-17-95

**ARTICLES OF INCORPORATION
OF
RCR FUNDING CORPORATION**

FILED
95 APR 21 PM 4:18
CLERK OF THE COURT
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a Florida corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, and other laws of the State of Florida hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is RCR FUNDING CORPORATION.

ARTICLE II

DURATION

The Corporation shall have perpetual existence, effective April 17, 1995.

ARTICLE III

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which this Corporation may be incorporated under the laws of the State of Florida.

ARTICLE IV

CAPITAL STOCK

The maximum number of shares the Corporation is authorized to issue and have outstanding at any one time is One Hundred Thousand (100,000) shares of One Dollar (\$1.00) par value Common Stock.

EFFECTIVE DATE
4-17-95

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is One E. Broward Blvd., Suite 910, Fort Lauderdale, Florida 33301, and the name of the initial Registered Agent of the Corporation at that address is Carlos J. Reyes, Esq. of Blackwell & Walker.

ARTICLE VI

INITIAL CORPORATE OFFICE

The street address of the initial corporate office is 11331 NW 23rd Street, Plantation, Florida 33323.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The Corporation shall initially have one (1) director to hold office until the first annual meeting of shareholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The name and address of the initial director of the Corporation is:

<u>NAME</u>	<u>ADDRESS</u>
CARLOS J. REYES	11331 NW 23rd Street Plantation, FL 33323

ARTICLE VIII

INCORPORATOR

The name and address of the person signing these Articles of Incorporation as the Incorporator is:

Carlos J. Reyes
Blackwell & Walker
One E. Broward Blvd., #910
Fort Lauderdale, Florida 33301

ARTICLE IX

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the Directors and all of the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation can be made.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 17th day of April, 1995.




CARLOS J. REYES
Incorporator

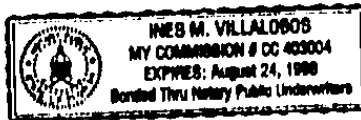
STATE OF FLORIDA)
) SS
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, authorized to take acknowledgements in the State and County set forth above, personally appeared CARLOS J. REYES, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 17th day of April, 1995.


Name: _____
Commission No.: _____
Notary Public
State of Florida at Large

My commission Expires:



ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial Registered Agent of RCR FUNDING CORPORATION, as made in the foregoing Articles of Incorporation. I hereby am familiar with and accept the duties and responsibilities of Resident Registered Agent for said corporation.

Date: 4/17/95

By:


CARLOS J. REYES
Registered Agent

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE, NAMING AGENT UPON WHOM SERVICE MAY BE SERVED**

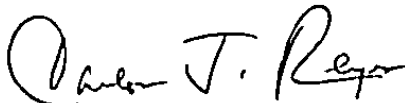
FILED
95 APR 21 PM 4:10
CLERK OF DISTRICT COURT
STATE OF FLORIDA

Pursuant to Section 48.091, Florida Statutes, the following is submitted in compliance therewith:

That RCR FUNDING CORPORATION, desiring to organize under the laws of the State of Florida, with its principal office as indicated in its Articles of Incorporation, in the County of Broward, State of Florida, has named Carlos J. Reyes, of One E. Broward Blvd., #910, Fort Lauderdale, Florida 33301, as agent to receive service of process within this State.

ACKNOWLEDGEMENT:

Having been named to receive Service of Process for the above-named Corporation at the place designated in this Certificate, I hereby agree to act in this capacity, and to agree to comply with the provision of said Act relative to keeping open said office.



CARLOS J. REYES