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NEW FILINGS	AMENDMENTS		
Profit	Amendment		
NonProfit	Resignation of R.A. Offic	er/Director	
Limited Liability	Change of Registered Age	ent	
Domestication	Dissolution/Withdrawal		
Other	Merger		
OTHER FILINGS	REGISTRATION/		95 IV SECR TALL/
Annual Report	QUALIFICATION		
Fictitious Name	Foreign Limited Partnership		111 (7)
Name Reservation			
	Reinstatement Trademark	_	1088 9: 2

Examiner's Initials

CR2E031(10/92)

Other

ART CLES OF INCORPORATION

<u>OF</u>

WHITMAN CREDIT SERVICES, INC.

STITA -4 MI 9: 30

ARTICLE 1

The name of this corporation is WHITMAN CREDIT SERVICES, INC.

ARTICLE II

The purpose or purposes for which this corporation is organized is for any purpose permitted under the laws of the United States and under the laws of the State of Florida.

ARTICLE III

This corporation is authorized to issue a maximum of One Thousand (1,000) shares of stock. The shares of stock authorized shall be common stock having a par value of One (\$1.00) Dollar per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV

This corporation shall have a perpetual existence unless sooner dissolved according to law.

ARTICLE V

The initial street address of the principal office of this corporation shall be: 3500 N. State Road 7, Suite 299, Fort Lauderdale, Florida 33319, and the Board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VI

The number of Directors may be altered, from time to time, by By-Laws adopted by the

Shareholders, however, the corporation shall have no less than one (1) Director at any time.

ARTICLE VII

The name and post office address of the first Board of Directors and officers of this corporation, who shall hold office for the first year or until their successors are chosen, shall be:

Ronald Stern

3500 N. State Road 7

Suite 299

Fort Lauderdale, FL 33319

ARTICLE VIII

The name and address of the Subscriber of these Articles of Incorporation is as follows:

Ronald Stern

3500 N. State Road 7

Suite 299

Fort Lauderdale, FL 33319

ARTICLE IX

The corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

Eric S. Glatter

6830 N. Federal Highway

Suite 300

Boca Raton, FL 33487

ARTICLE X

The corporation's existence will commence upon the filing of the Articles of Incorporation.

THE UNDERSIGNED Incorporator, for the purpose of forming a corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true.

RONALD STERN
INCORPORATOR

STATE OF FLORIDA

COUNTY OF BROWARD

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgments, personally appeared RONALD STERN, to me known to be the person described in the foregoing Articles of Incorporation, and he acknowledged before me that he executed said Articles of Incorporation.

WITNESS my hand and official seal at Fort Lauderdale, County of Broward, State of Florida, this 150 day of March, 1995.

Notary Publi. - State of Florida at Large

My Commission Expires:

DOREEN A. LUNDRIGAN
MY COMMISSION & CC 200184
EXPIREE: June 5, 1916
Borinn Thru Milary Public Underwiffers

ACCEPTANCE OF REGISTERED AGENT

I, ERIC S. GLATTER, do hereby accept designation of Registered Agent for WHITMAN CREDIT SERVICES, INC.

ERIC S. GLATTER

Registered Agent