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NEW FILINGS	AMENDMENTS					
Profit	Amendment	<u> </u>				
NonProfit	Resignation of R.A., Officer/Director					
Limited Liability	Change of Registered Agent					
Domestication	Dissolution/Withdrawal					
Other	Merger					
OTHER FILINGS	REGISTRATION/ QUALIFICATION					
Annual Report	Foreign					
Fictitious Name	Limited Partnership					
Name Reservation	Reinstatement					
	Trademark.					
		Examiner'	s Initials			

CR2E031(10/92)

# ARTICLES OF INCORPORATION OF PAST DUE, INC.

ARTICLE I. NAME

The name of the corporation is Past Due, Inc.

# ARTICLE II. DURATION AND COMMENCEMENT OF EXISTENCE

The corporation is to have perpetual existence, commencing at the filing of these articles with the Department of State.

# ARTICLE III. PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business.

# ARTICLE IV. CAPITAL STOCK

The aggregate number of shares of stock which the corporation shall have authority to issue is five hundred (500) shares of common stock at a par value of one dollar (\$1.00) per share.

Shares of stock may be disposed of by the corporation for such consideration, having a value of not less than par value of the shares issued therefore, as is determined from time to time by vote of the majority of the outstanding stock.

Treasury shares may be disposed of by the corporation for such consideration as may be determined from time to time by vote of the majority of the outstanding stock.

The consideration for the issuance of shares or for the disposal of treasury shares may be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation. Shares may not be issued until the full amount of consideration for which shares are to be issued shall have been received by the corporation; such shares shall be deemed fully paid and nonassessable.

The stock in the corporation shall be issued pursuant to the provisions of Section 1244 of the Internal Revenue Code.

# ARTICLE V. REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation in the State of Florida, is 8603 South Dixie Highway, Suite 400, Miami, Florida 33143 and the initial registered agent of this corporation at such address is James F. Comander, P.A.

Having been named as registered agent on whom process may be served for the above-stated corporation, at the place designated herein, I hereby accept said appointment as registered agent.

JAMES F. COMANDER, P. A. a Professional Association

by: James F. Comander, President (Registered Agent)

#### ARTICLE VI. INCORPORATION

The name and address of the pixuon signing these articles is Gavle H. Comander, 8603 South Dixie Highway, Suite 400, Hami Florida 33143.

ARTICLE VII. PRINCIPAL OFFICE

The principal office of the corporation shall be located at 8603 South Dixie Highway, Suite 400, Miami, Florida 33143.

ARTICLE VIII. MANAGEMENT OF THE CORPORATION BY BOARD OF DIRECTORS

All corporate powers shall be exercised or under the authority of, and the business and affairs of this corporation shall be managed under the direction of a Board of Directors.

#### ARTICLE IX. BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

# ARTICLE X. INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws. The name and addresse of the initial director of this corporation is Gayle Comander, 8603 South Dixie Highway, Suite 400, Miami, Florida 33143.

# ARTICLE XI. AMENDMENT

The corporation reserves the right to amend, alter, change or repeal any or all of the provisions contained in these Articles of Incorporation, in the manner now or hereafter prescribed by Statute, and all rights conferred upon by Shareholders herein granted herein subject to this reservation.

IN WITNESS	WHEREOF, the u	ndersianed h	as executed th	nese Articlos c	of Incorr	orotion
at Miami, Dade Cou	nty, Florida, for the	he uses and i	ourposes afore	esaid this 15	λι Incorp	of May
of 1995.		Jane Ho	mande	AL.	35 95 SE	or may,
	Gay	le H. Comand	ler. Director	——— <u>}</u>	3	e mari
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BEFORE ME, the me and known by me or	undersigned authorit who has produced	y, personally app	eared Gayle H. C as identification	omander, by and and who did (dic	through, I not) take	∜ i known to ⊬an oath.
IN WITNESS WH aforesaid, this 15 day o	EREOF, I have hereur if May, 1995.	Chu	and affixed my of	<del></del>	itate of Flo	orida and
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