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5/23/96  
Requester's Name Hugo Dorta  
Address 1001 S. Bayshore Dr. #2706  
Miami FL 33131  
City State ZIP Phone  
377-2100

VALIDATION ONLY

FILED  
96 MAY 24 AM 11:55  
TALLAHASSEE, FLORIDA

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-05/24/96--01041--013  
\*\*\*\*\*122.50 \*\*\*\*\*122.50

CORPORATION(S) NAME

Network Funding And Holding, INC.

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|--|--|---|
| <input checked="" type="checkbox"/> Profit         | <input type="checkbox"/> Amendment       | <input type="checkbox"/> Merger                     |
| <input type="checkbox"/> NonProfit                 | <input type="checkbox"/> Dissolution     | <input type="checkbox"/> Mark                       |
| <input type="checkbox"/> Foreign                   | <input type="checkbox"/> Annual Report   | <input type="checkbox"/> Other                      |
| <input type="checkbox"/> Limited Partnership       | <input type="checkbox"/> Reservation     | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement             | <input type="checkbox"/> Photo Copies    | <input type="checkbox"/> Certificate Under Seal     |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem            |
| <input type="checkbox"/> Walk In                   | <input type="checkbox"/> Will Wait       | <input checked="" type="checkbox"/> Pick Up         |
|  |  | <input type="checkbox"/> After 4:30                 |
|  |  | <input type="checkbox"/> Mail Out                   |

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CERTIFIED COPY

FOHESSEY MAY 24 1996

Empire Toll Free: 1-800-432-3028

**ARTICLES OF INCORPORATION**  
**OF**  
**NETWORK FUNDING AND HOLDING, INC.**

The undersigned subscriber(s) to these Articles of Incorporation, the natural persons which are competent to contract, hereby form a corporation under the laws of the State of Florida.

**ARTICLE I**  
**NAME OF THE CORPORATION:**

The name of this corporation shall be:

**NETWORK FUNDING AND HOLDING, INC.**

**ARTICLE II**  
**PURPOSES/NATURE OF BUSINESS**

The general nature of the business to be transacted by this corporation is: Any activity and/or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE III**  
**CAPITAL STOCK OF CORPORATION**

The maximum number of shares that this corporation is to have outstanding at any one time is One Hundred (100) shares of common stock, having no par value per share. The amount to be paid for each share shall be fixed by the Board of Directors, but in no event shall be less than One Dollar (\$1.00). In all events, the corporation may be paid in dollars, goods or services.

**ARTICLE IV**  
**TERM OF EXISTENCE**

This corporation shall have perpetual existence.

**ARTICLE V**  
**INITIAL CAPITAL**

The amount of capital with which this corporation will begin business is more than Ten Dollars (\$10.00).

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96 MAY 24 4:11:55  
TALLAHASSEE, FLORIDA

**ARTICLE VI**  
**ADDRESS OF CORPORATION**

The initial address of the principal place of business of this corporation in the State of Florida is:

NETWORK FUNDING AND HOLDING, INC.  
263 N.W. 81th STREET  
MIAMI, FLORIDA 33105

The Board of Directors may from time to time move the principal office(s) and/or principal place of business to any other address.

**ARTICLE VII**  
**SUBSCRIBER(S) OF THE CORPORATION**

The name and street address of the subscriber(s) of these Articles of Incorporation is:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
1. OTIS P. WILLIAMS	263 N.W. 81th STREET MIAMI, FLORIDA <u>33105</u>

**ARTICLE VIII**  
**DIRECTOR(S) OF THE CORPORATION**

This corporation shall have not less than one director. The names and street addresses of the first members of the Board of Directors of this corporation, who, subject to this Articles of Incorporation, and the laws of the State of Florida, shall hold office until their successors have been elected and qualified, is/are:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
1. OTIS P. WILLIAMS	263 N.W. 81th STREET MIAMI, FLORIDA <u>33105</u>

**ARTICLE IX**  
**AUTHORITY OF DIRECTOR(S)**

The first member(s) of the Board of Directors, of this corporation, shall be OTIS P. WILLIAMS, acting in the capacity as Director of the corporation, and shall have the power and authority to sign and execute any: contract(s), agreement(s), pledge(s), draft(s) and/or any instrument(s) with such third-parties to obligate and compel NETWORK FUNDING AND HOLDING, INC. to perform according to the terms and conditions of such agreement.

**ARTICLE X**  
**INSPECTION OF BOOKS AND RECORDS**

The corporation shall from time to time determine the time, place, manner, under what conditions and regulations the accounts and books of the corporation (other than the stock book) or any of them shall be open to inspection of shareholders; and no shareholder shall have the right to inspect any account, book or documents of this corporation except as conferred by statute, unless authorized by a resolution of the shareholders or the Board of Directors.

**ARTICLE XI**  
**INDEMNIFICATION OF OFFICER(S) AND/OR DIRECTOR(S)**

Every Officer and Director of the corporation shall be indemnified by the corporation, as permitted by law, against all expenses and liability, including but not limited to, attorneys' fees, court costs and expenses reasonably incurred by or imposed upon him/her in connection with any proceeding to which he/she may be a party or in which he/she may become involved by reason of his/her being or having been an Officer or Director of the corporation; and whether or not he/she is an Officer or Director at the time such expenses are incurred. The foregoing rights of indemnification shall be in addition to and not exclusive of all other rights to which such Officer(s) may be entitled.

**ARTICLE XII**  
**AMENDMENT(S) AND/OR MODIFICATION(S)**

These Articles of Incorporation may be amended, modified and/or changed in the manner provided for in the By-Laws of this corporation.

**ARTICLE XIII**  
**REGISTERED AGENT AND REGISTERED OFFICE**

The Registered Agent for the said corporation shall be the following and the registered office shall be located at:

LAW OFFICES OF HUGO E. DORTA, P.A.,  
Attorneys & Counselors At Law  
Brickell Bay Tower  
1001 South Bayshore Drive, Suite 2706  
Miami, Florida 33131  
Attention: Hugo E. Dorta, Esquire

or such other place as the Board of Directors shall from time to time designate, with appropriate notice being given to the Secretary of State.

**ACKNOWLEDGMENT OF  
ACCEPTANCE OF REGISTERED AGENT**

The undersigned agrees to act in the capacity of registered agent and to accept the service of process for the above-stated corporation at the place designated in the Articles of Incorporation. The undersigned further agrees to fully comply with the provisions of all applicable statutes and laws of the State of Florida relating to the proper and complete discharge of its duties.

  
(Sign) \_\_\_\_\_  
Registered Agent  
Print Name: HUGO E. DORTA

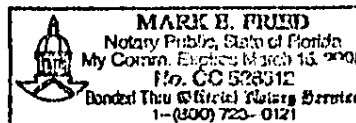
STATE OF FLORIDA    )  
                              )    ss  
COUNTY OF DADE    )

BEFORE ME, the undersigned authority, duly authorized to administer oaths and take acknowledgments, personally appeared HUGO E. DORTA who acknowledges to having executed the foregoing instrument ( ☒ ) who is personally known to me and/or (    ) who has produced \_\_\_\_\_ as identification and who did take an oath.

Witness my hand and seal in the County and State last aforesaid this 23 day of MAY, 1996.

  
(Sign) \_\_\_\_\_  
Notary Public-State of Florida

( Affix Notary Public's Seal )



IN WITNESS WHEREOF, I have set our hands/seals at Miami, Dade County, Florida this 23 day of MAY, 1996.

Otis P. Williams  
OTIS P. WILLIAMS, Subscriber

STATE OF FLORIDA )  
COUNTY OF DADE )

FILED  
MAY 24 AM 11:55  
CLERK OF STATE  
TREASURY, FLORIDA

BEFORE ME, the undersigned authority, duly authorized to administer oaths and take acknowledgments, personally appeared OTIS P. WILLIAMS who acknowledges to having executed the foregoing instrument (✓) who is personally known to me and/or ( ) who has produced as identification and who did take an oath.

Witness my hand and seal in the County and State last aforesaid this 23 day of MAY, 1996.

(Sign)  
Notary Public-State of Florida  
( Affix Notary Public's Seal )

OFFICIAL NOTARY SEAL  
HUGO ENRIQUE DORTA  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC212561  
MY COMMISSION EXP. JULY 6, 1996