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COLL DAVIDSON CARTER SMITH SALTER & BARKETT
PROFESSIONAL ASSOCIATION
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MIAMI, FLORIDA 33131-2312

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TELEPHONE 904-488-4015
FAX 904-488-4015

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. CAPITAL FUNDING CONSULTANTS, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☐ Walk in

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☐ Certified Copy

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☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

PH 7/18/96

ARTICLES OF INCORPORATION
OF
CAPITAL FUNDING CONSULTANTS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Capital Funding Consultants, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue one thousand (1,000) shares of One Dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the Initial Registered Office and Registered Agent of this Corporation is:

Troy J. Rillo, Esq.
Coll Davidson Carter Smith
Salter & Barkett, P.A.
3200 Miami Center
201 South Biscayne Boulevard
Miami, FL 33131

The mailing address of the corporation is:

Capital Funding Consultants, Inc.
3271 Huntington
Fort Lauderdale, Florida 33332

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time in accordance with the By-Laws, but shall never be less than two (2). The name and address of the initial directors of the corporation are as follows:

<u>Name</u>	<u>Address</u>
Edwin J. Rillo	3271 Huntington Fort Lauderdale, Florida 33332
Daniel Glantz	2501 Hollywood Boulevard, Suite 210 Hollywood, Florida 33020

ARTICLE VII - INCORPORATORS

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

<u>Name</u>	<u>Address</u>
Troy J. Rillo, Esq.	c/o Coll Davidson Carter Smith Salter & Barkett, P.A. 3200 Miami Center 201 South Biscayne Boulevard Miami, FL 33131

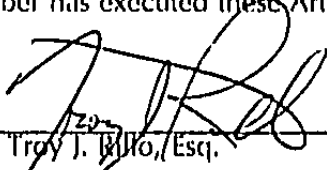
ARTICLE VII - DIRECTOR LIABILITY

No director shall be personally liable to the Corporation or its members for monetary damages for any breach of fiduciary duty by such director as a director. Notwithstanding the foregoing sentence, a director shall be liable to the extent provided by applicable law, (i) for breach of the director's duty of loyalty to the Corporation or its members, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) for any transaction from which the director derived an improper personal benefit. No amendment to or repeal of this Article VII shall apply to or have any effect on the liability or alleged liability of any director of the Corporation for or with respect to any acts or omissions of such director occurring prior to such amendment.

ARTICLE VIII -- DIRECTOR INDEMNIFICATION

The Corporation shall, to the fullest extent permitted by Section 607.0850 of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said Section from and against any and all of the expenses, liabilities, or other matters referred to or covered by said Section, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any By-law, agreement, vote of members or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding office, and shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such a person.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 12th day of July, 1996.



Troy J. Rullo, Esq.

CERTIFICATE AND ACKNOWLEDGMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF
CAPITAL FUNDING CONSULTANTS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at:

c/o Coll Davidson Carter Smith
Salter & Barkett, P.A.
3200 Miami Center
201 South Biscayne Boulevard
Miami, Florida 33131

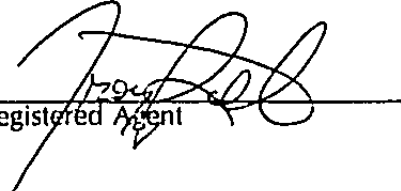
has named:

Troy J. Rillo, Esq.

located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.


Registered Agent

STATE OF FLORIDA)
) :SS
COUNTY OF DADE)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared TROY J. RILLO, known to me and known to be the person who executed the foregoing Articles of Incorporation, who took oath and acknowledged before me that he executed these Articles of Incorporation and produced a Driver's License as Identification.

WITNESS my hand and official seal in the County and State last aforesaid this 12th day of July, 1996.

[Notary Rubber Stamp Seal]


Notary Signature

Printed Notary Signature



OFFICIAL NOTARY SEAL
MARIA C. WILKINSON-DIAZ
COMMISSION NO. CC250342
MY COMMISSION EXP. JAN. 97

My Commission Expires: