

P96000063099

LEE MILICH, P.A.
ATTORNEY AT LAW
1000 BISCAYNE BOULEVARD
SUITE 800
NORTH MIAMI, FLORIDA 33161
(305) 891-8011
FAX (305) 895-8311

8000001906278
-07/26/96--01099--006
****122.50 ****122.50

July 22, 1996

7/22/96

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

RE: WILLIAMSBURG FINANCIAL CORP.

Gentlemen:

Enclosed in duplicate are Articles of Incorporation for the above-captioned, together with check in the sum of \$122.50.

Please return a certified copy of said Articles to the undersigned as soon as possible.

Very truly yours,

LEE MILICH

LM/lr
encl.

7/26/96

FILED
96 JUL 26 PM 12:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
WILLIAMSBURG FINANCIAL CORP.

FILED
JUL 25 PM 12:06
TAMPA, FLORIDA

ARTICLE I
NAME

The name of this corporation shall be
WILLIAMSBURG FINANCIAL CORP.

ARTICLE II
DURATION

Witness my hand
7/22/96

This corporation shall commence its existence on the date of execution and acknowledgment of these Articles of Incorporation, and shall exist perpetually unless sooner dissolved according to law.

ARTICLE III
PURPOSE

This corporation may engage in any activity or business under the laws of the United States and of the State of Florida.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of non par value common stock, which shall be designated as "Common Shares".

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 11900 Biscayne Blvd., Suite 809, North Miami,

FL 33181, and the initial registered agent at that address is LEE MILICH.

ARTICLE VI
INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the By-Laws. The name and address of the initial director is: MICHAEL POLLACK, c/o Leo Milich, P.A., 11900 Biscayne Blvd., Suite 809, North Miami, FL 33181.

ARTICLE VII
PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the corporation is c/o Leo Milich, P.A., 11900 Biscayne Blvd., Suite 809, North Miami, FL 33181.

ARTICLE VIII
INCORPORATOR

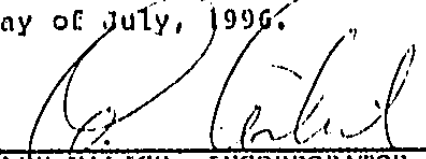
The name and address of the person signing these Articles of Incorporation is LEE MILICH, 11900 Biscayne Blvd., Suite 809, North Miami, FL 33181.

ARTICLE IX
INDEMNIFICATION


The corporation shall indemnify any officer or director, or former officer or director, to the full extent permitted by

law.

IN WITNESS WHEREOF, the undersigned has executed these
Articles of Incorporation this 22nd day of July, 1996.


LEE-MILICH, INCORPORATOR

Sworn to and subscribed before
me this 22nd day of July, 1996.


NOTARY PUBLIC, State of Florida
My commission expires:

OFFICIAL NOTARY SEAL
CAROLYN K STARKWEATHER
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CCJ70437
MY COMMISSION EXP. MAY 30, 1998

FILED
95 JUL 26 PM 12:06
NOTARY PUBLIC STATE OF FLORIDA

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the
above named corporation, at the place designated in Article V of
these Articles of Incorporation, the undersigned hereby agrees to
act in this capacity, and further agrees to comply with the
complete discharge of its duties.

Dated this 22nd day of July, 1996.


LEE MILICH, REGISTERED AGENT

P96000063099

LAW OFFICE OF
LAWRENCE H. FEDER
ATTORNEY AT LAW

LAWRENCE H. FEDER
MEMBER OF:
FLORIDA & NEW YORK BARS

HOLLYWOOD, FLA. • 813-4477
FORT LAUDERDALE, FLA. • 813-3333
MIAMI, FLA. • 305-383-3333
BOCA RATON, FLA. • 305-383-3333

FAX: 813 • 823-0051

8450 HOLLYWOOD BLVD.
SUITE 400
HOLLYWOOD, FL 33020

March 20, 1997

Attorney's Title Insurance Fund, Inc.
660 East Jefferson Street
Suite 200
Tallahassee, FL 32301

Attention: Barbara

Re: GETTYSBURG FUNDING CORP.

100002120681--7
-03/21/97--01081--005
*****35.00 *****35.00

Dear Barbara:

In connection with the above styled matter enclosed herewith please find the original and one copy of the Articles of Amendment to Articles of Incorporation, together with my check in the amount of \$35.00 to cover the costs for same (including certified copy).

Additionally, I have enclosed my check for \$10.00 payable to your order for a walk-over filing.

After you have filed same, kindly furnish one copy back to the undersigned using the enclosed Federal Express address label with my account number.

If you have any questions regarding this matter, please feel free to call this office.

Sincerely yours,

Lawrence H. Feder

LHF: ar

Enclosures - as above

Name	
Availability	4/9/97
For use	
Expense	
Updator	
Updator	
Verifier	
Acknowledged	
W.P. Verdyer	

RECEIVED
97 MAR 21 PM 1:11
DIVISION OF CORPORATION

400789, 00502, 00580, 00672



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

March 24, 1997

Lawrence H. Feder, Esq.
2450 Hollywood Blvd.
Suite 401
Hollywood, FL 33020

SUBJECT: WILLIAMSBURG FINANCIAL CORP.
Ref. Number: P96000063099

We have received your document for WILLIAMSBURG FINANCIAL CORP. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If an amendment was approved by the shareholders, the date of adoption of the amendment and one of the following statements must be contained in the document:

- (1) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval.
- (2) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

If you have any questions concerning the filing of your document, please call (904) 487-6907.

Annette Hogan
Corporate Specialist

Letter Number: 997A00014714

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

WILLIAMSBURG FINANCIAL CORP.

FILED
97 APR -8 AM 10:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Article I of the articles of incorporation of WILLIAMSBURG FINANCIAL CORP. is hereby amended to read:

ARTICLE I

CORPORATE NAME

The name of the corporation is: GETTYSBURG FUNDING CORP

ARTICLE VI

The post office address of the principal office of this corporation shall be 600 West Cypress Creek Road, suite 350, Fort Lauderdale, Florida 33309. The Board of Directors may from time to time move the principal office to any other location in the State of Florida.

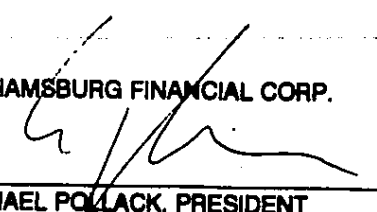
2. The foregoing Amendments to Articles of Incorporation was duly adopted by the Board of Directors on March 20, 1996.

3. Upon the effectiveness of the foregoing Amendment, the name of this corporation shall now be GETTYSBURG FUNDING CORP.

4. In all other respects, the original Articles of Incorporation are readopted, realleged and restated as if fully set forth herein.

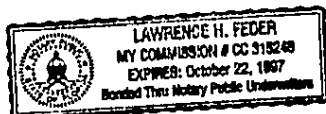
IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation has executed these articles of amendment this 20th day of March, 1996.

WILLIAMSBURG FINANCIAL CORP.

By: 
MICHAEL POLLACK, PRESIDENT
Director

The foregoing instrument was acknowledged before me this 20th day of March, 1996 by MICHAEL POLLACK, PRESIDENT of WILLIAMSBURG FINANCIAL CORP. who is personally known to me and who did not take an oath.


Notary Public - State of Florida



400789, 00502, 00580, 00672



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

March 24, 1997

Lawrence H. Feder, Esq.
2450 Hollywood Blvd.
Suite 401
Hollywood, FL 33020

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Ref. Number: P96000063099

We have received your document for WILLIAMSBURG FINANCIAL CORP. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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- (1) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval.
- (2) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

If you have any questions concerning the filing of your document, please call (904) 487-6907.

Annette Hogan
Corporate Specialist

Letter Number: 997A00014714

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

WILLIAMSBURG FINANCIAL CORP.

FILED
97 APR -8 AM 10:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Article I of the articles of incorporation of WILLIAMSBURG FINANCIAL
CORP. is hereby amended to read:

ARTICLE I

CORPORATE NAME

The name of the corporation is: GETTYSBURG FUNDING CORP

ARTICLE VI

The post office address of the principal office of this corporation shall be 800 West
Cypress Creek Road, suite 350, Fort Lauderdale, Florida 33309. The Board of Directors
may from time to time move the principal office to any other location in the State of
Florida.

2. The foregoing Amendments to Articles of Incorporation was duly adopted
by the Board of Directors on March 20, 1996.

3. Upon the effectiveness of the foregoing Amendment, the name of this
corporation shall now be GETTYSBURG FUNDING CORP.

4. In all other respects, the original Articles of Incorporation are readopted,
realleged and restated as if fully set forth herein.

IN WITNESS WHEREOF, the undersigned President and Secretary of this
corporation has executed these articles of amendment this 20th day of March, 1996.

WILLIAMSBURG FINANCIAL CORP.

By:

MICHAEL POLLACK, PRESIDENT

Director

The foregoing instrument was acknowledged before me this 20th day of March,
1996 by MICHAEL POLLACK, PRESIDENT of WILLIAMSBURG FINANCIAL CORP. who is
personally known to me and who did not take an oath.

Notary Public - State of Florida

