

1201 HAYS STREET
TALLAHASSEE, FL 32310-2007
(904) 222-1111
FAX (904) 222-1111
BOOK 1742-20006
3389



PRESTEL MAIL
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 027318 9267A

AUTHORIZATION :

Patricia Pyzdek

COST LIMIT : \$ 70.00

ORDER DATE : July 22, 1996

ORDER TIME : 3:41 PM

ORDER NO. : 027318

CUSTOMER NO: 9267A

900001901659

CUSTOMER: Wm. Middlethon, Jr., Esq
WILLIAM R. MIDDELTHON, JR., ESQ

5th Floor, Coconut Grove Bank
2701 South Bayshore Drive
Miami, FL 33133-5387

DOMESTIC FILING

NAME: INTERNATIONAL FINANCE GROUP,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

502-672
W96-15367
502

cf
7/30/96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL 23 AM 9:19



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JUL 23 AM 9:19

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 25, 1996

RESUBMIT

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

Please give original
submission date as file date.

SUBJECT: INTERNATIONAL LENDING CORPORATION
Ref. Number: W96000015367

We have received your document for INTERNATIONAL LENDING CORPORATION and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

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 you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 396A00035794

96 JUL 26 PM 12:25
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

July 23, 1996

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: INTERNATIONAL FINANCE GROUP, INC.
Ref. Number: W96000015367

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JUL 23 AM 9:19

RESUBMIT
Please give original
submission date as file date.

We have received your document for INTERNATIONAL FINANCE GROUP, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

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.

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If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 196A00035431

96 JUL 23 PM 12:08

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JUL 23 AM 9:19

ARTICLES OF INCORPORATION
OF
INTERNATIONAL LENDING UNLIMITED CORPORATION

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

INTERNATIONAL LENDING UNLIMITED CORPORATION

The address of the principal office of this corporation shall be 2952 South Miami Avenue, Miami, Florida 33129 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation, and to originate loans, whether secured or unsecured, for itself or as agents for others.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have four Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Carmen Stevens Dir.	2952 South Miami Avenue Miami, Florida 33129
David Tauty Dir.	Same
Victor Tauty Dir.	Same
Paul H. Stevens Dir.	Same

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JUL 23 AM 9:19

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to
these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of
Corporation Service Company, has hereunto set their hand
and seal of Corporation Service Company on July 22, 1996.

CORPORATION SERVICE COMPANY

By: Gail Shelby
Its Agent, Gail Shelby

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware
corporation authorized to transact business in this
State, having a business office identical with the
registered office of the corporation named above, and
having been designated as the Registered Agent in the
above and foregoing Articles, is familiar with and
accepts the obligations of the position of Registered
Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Gail Shelby
Its Agent, Gail Shelby

ACG/das

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607
904-222-0071
904-222-0011

800-342-8086

P96000063389
CSC networks
PROFESSIONAL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 027318 9267A

AUTHORIZATION

COST LIMIT

Patricia R. Ricks
\$ 35.00

RECEIVED
96 AUG 26 PM 4: 26
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ORDER DATE : July 22, 1996

ORDER TIME : 1:34 PM

ORDER NO. : 027318

CUSTOMER NO: 9267A

800001982128

CUSTOMER: Wm. Middlethon, Jr., Esq
William R. Middelthson, Jr., esq
5th Floor, Coconut Grove Bank
2701 South Bayshore Drive
Miami, FL 33133-5387

DOMESTIC AMENDMENT FILING

NAME: INTERNATIONAL LENDING
UNLIMITED CORPORATION

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

RECEIVED
96 AUG 26 PM 4: 25
DIVISION OF CORPORATION

8/27
[Signature]

FILED
96 AUG 26 PM 4:26
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION

ARTICLE VI of the Articles of Incorporation of
INTERNATIONAL LENDING UNLIMITED CORPORATION shall be amended to
read as follows:

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under
the authority of, and the business and affairs of the
corporation managed under the direction of its Board of
Directors, subject to any limitation set forth in these
Articles of Incorporation. This corporation shall have
four Directors. The names and addresses of the members
of the Board of Directors are:

Carmen Stevens Dir.	2952 South Miami Avenue Miami, Florida 33129
David Tuaty Dir.	Same
Victor Tuaty Dir.	Same
Paul H. Stevens Dir.	Same

All other paragraphs and articles of the Articles of Incorporation shall remain unchanged.

The foregoing amendment was adopted by the Incorporator without shareholder action because shareholder action was not required.

The foregoing amendment was adopted on the 26th day of August, 1996.

Corporation Service Company
It's Incorporator

Gail Shelby
Gail Shelby, As Agent

DWL