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TO: DIVISION OF CORPORATIONS

(904) 922-4001

FAX #:

FROM: BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.

ACCT#:

075350000353

CONTACT: CATHY LEACH

PHONE: (212)431-5000

FAX #:

(212) 431-1441

NAME: FIRST ALLIANCE, INC.

AUDIT NUMBER...... H96000018091

DOC TYPE......FLORIDA PROFIT CORPORATION OR P.A. CERT. OF STATUS..0 PAGES...... 2

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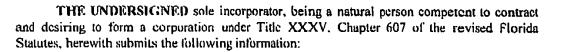
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#### ARTICLES OF INCORPORATION

OF

#### FIRST ALLIANCE, INC.



- 1. The name of the corporation is FIRST ALLIANCE, INC.
- 2. The duration of the corporation shall be perpetual.
- 3. The general purpose or purposes for which this corporation is being formed are to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.
- 4. The aggregate number of shares which the corporation shall have authority to issue is 1,000 shares, all without par value and of one class.
- 5. The principal address and mailing address of the corporation will be 17198 WHITEHAVEN DRIVE, BOCA RATON, FL 33496 and the name of its initial registered agent at such address is PAUL PRINCE.
- 6. The number of directors constituting the initial board of directors is ONE and the name and address of each person who is to serve as a member thereof is as follows:

### PAUL PRINCE, 17198 WHITEHAVEN DRIVE, BOCA RATON, FL 33496

7. The name and address of the sole incorporator is: ROBERT ARATINGI, c/o BLUMBERGEXCELSIOR CORPORATE SERVICES, INC., 62 WHITE STREET, 2ND FLOOR, NEW YORK, NY 10013.

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

Dated: 12/23/96

BlumbergExcelsior 62 White St New York, NY 10013 212-431-5000 ROBERT ARATING
Sole Incorporator

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# ACCEPTANCE OF APPOINTMENT

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## registered agent

I, the undersigned, do havehy accept appointment as Registered Agent of FIRST ALLIANCE, INC., the within named corporation.

Daud:

PAUL PRINCE

BlumbergExcelsior 62 White St New York, NY 10013 212-431-5000

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