

DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FLORIDA 32314

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RE: DIRECT FUNDING, INC.
283 N. NORTH LAKE BLVD., STE 111
ALTAMONTE SPRINGS, FL 32701
(407)834-1766 FAX 834-2568

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-12/27/96--01010--023
****122.50****122.50

DEAR DEPARTMENT OF STATE:

I ENCLOSE AN ORIGINAL AND ONE COPY OF THE ARTICLES OF
INCORPORATION FOR THE ABOVE PROPOSED CORPORATION.

ALSO ENCLOSED IS A CHECK IN THE AMOUNT OF \$122.50 IN PAYMENT
OF THE FOLLOWING FEES:

FILING FEE.....\$70.00

CERTIFICATION OF ONE COPY.....\$52.50
DESIGNATION OF REGISTERED AGENT

TOTAL.....\$122.50

PLEASE FILE THE ORIGINAL ARTICLES OF INCORPORATION AND RETURN
THE CERTIFIED COPY TO ME AT THE ADDRESS PROVIDED. I MAY CONTACTED
DURING NORMAL BUSINESS HOURS AT: (407) 834- 1766

SINCERELY,



JOHN R. MOREAU, INCORPORATOR

FILED
96 DEC 26 AM 8:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1-2-97
Ke

**ARTICLES OF INCORPORATION
OF**

DIRECT FUNDING, INC.

FILED
96 DEC 26 AM 8:40
SECRET
TALLAHASSEE, FLORIDA

- 1) THE NAME OF THE CORPORATION IS: DIRECT FUNDING, INC.
- 2) THE DURATION OF THE CORPORATION SHALL BE PERPETUAL.
- 3) THE GENERAL PURPOSE FOR WHICH THIS CORPORATION IS BEING FORMED
ARE TO INCLUDE THE TRANSACTION OF ANY OR ALL LAWFUL BUSINESS
PERMITTED UNDER THE LAWS OF THE STATE OF FLORIDA.
- 4) THE AGGREGATE NUMBER OF SHARES WHICH THE CORPORATION SHALL
HAVE AUTHORITY TO ISSUE IS ONE THOUSAND (1000) COMMON SHARES
WITHOUT PAR VALUE.
- 5) THE REGISTERED AGENT AND THE STREET ADDRESS OF THE INITIAL
REGISTERED OFFICE OF THE CORPORATION IN THE STATE OF FLORIDA IS:
NAME: JOHN R. MOREAU ADDRESS: 283 N. NORTH LAKE BLVD., SUITE 111
ALTAMONTE SPRINGS, FL. 32701

THE ADDRESS IS ALSO THE PRINCIPAL OFFICE AND MAILING ADDRESS:

6) THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF

DIRECTORS IS ONE (1) AND THE NAME AND ADDRESS OF EACH PERSON WHO

IS TO SERVE AS A MEMBER THEREOF IS AS FOLLOWS:

NAME: JOHN R. MOREAU

ADDRESS: 433 SUN LAKE CIRCLE APT. 303
LAKE MARY, FL 32746

7) THE NAME AND ADDRESS OF THE SOLE INCORPORATOR IS:

NAME: JOHN R. MOREAU

ADDRESS: 433 SUN LAKE CIRCLE APT. 303
LAKE MARY, FL 32746

IN WITNESS WHEREOF, THE UNDERSIGNED, AS SOLE INCORPORATOR OF
THIS CORPORATION HAS EXECUTED THESE ARTICLES OF INCORPORATION

DATED: 12-19-96



JOHN R. MOREAU

STATE OF FLORIDA

COUNTY OF SEMINOLE

I, HEREBY CERTIFY THAT ON THIS DAY, BEFORE ME, A NOTARY PUBLIC AUTHORIZED IN THE STATE AND COUNTY NAMED ABOVE TO TAKE ACKNOWLEDGMENTS, PERSONALLY APPEARED: John R. Moreau TO ME KNOWN TO BE THE PERSON DESCRIBED AS THE SUBSCRIBER IN AND WHO WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND ACKNOWLEDGED BEFORE ME THAT HE SUBSCRIBED TO THESE ARTICLES OF INCORPORATION.

WITNESS MY HAND AND OFFICIAL SEAL IN THE COUNTY AND STATE NAMED ABOVE THIS 19th DAY OF December, 1996



Thomas J. McElroy
My Commission CC599810
Expires November 7, 2000

Thomas J. McElroy
NOTARY PUBLIC-STATE OF FLORIDA

MY COMMISSION EXPIRES: November 7, 2000

PERSONALLY KNOWN: X (OR) PRODUCED IDENTIFICATION: _____

TYPE OF IDENTIFICATION PRODUCED: _____

I, THE UNDERSIGNED, HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT OF THE ABOVE NOTED CORPORATION. I AM FAMILIAR WITH, AND ACCEPT THE OBLIGATIONS OF, SECTION 607.325 OF THE FLORIDA STATUTES.

John R. Moreau
REGISTERED AGENT

FILED
96 DEC 26 AM 8:40
TALLAHASSEE, FLORIDA