CAPITAL CONNECTION, INC. 000019637

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302 TOLL FREE No. 1-800-342-8062 FAX (904) 222-1222

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Please remit invoice number with payment TERMS: NET 10 DAYS FROM INVOICE DATE 1 1/2% per month on Past Due Amounte Past 30 Days, 16% per Annum.

THANK YOU from Your Capital Connection

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ARTICLES OF INCORPORATION OF

U.S. LOANS, INC.

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-SECRETATIVE CE LA TATE 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:

U.S. Loans, Inc.

ARTICLE II - DURATION

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

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of 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 principal office and the mailing address of the corporation is:

6585 126th Avenue North Largo, Florida 33773

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

Frank G. Pinizzotto 2410 Kent Place Clearwater, Florida 34624

ARTICLE VI - BOARD OF DIRECTORS

This corporation shall have Two (2) Directors initially. The number of Directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than two (2). The name and address of the initial Director of the corporation is as follows:

Frank G. Pinizzotto 2410 Kent Place Clearwater, Florida 34624 Richard A. Falls 10476 Longwood Drive Largo, Florida 33777

ARTICLE VII - INCORPORATORS

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

Frank G. Pinizzotto 6585 126th Avenue North Largo, Florida 33773

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 20th day of February, 1997.

FRANK G. PINIZZOTTO

STATE OF FLORIDA

SS

COUNTY OF PINELLAS

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Frank G. Pinizzotto who is known to me or who has produced for the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this day of February, 1997.

Joan Hatfield
MY COMMISSION # CC538740 EXPIRES
April 28, 2000
BONDED TISTU THOY FAIR INSURANCE, INC.

Signature

NOTARY PUBLIC

State of Florida at Large

Print

FILED

CERTIFICATE AND ACKNOWLEDGEMENT OF REGISTERED AGENT

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CERTIFICATE OF REGISTERED AGENT

SECRETARIAS SEE FLORIDA

U.S. LOANS, INC.

U.S. LOANS, INC.

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

office as indicated in the Articles of Incorporation at:

6585 126th Avenue North Largo, Florida 33773

has named

Frank G. Pinizzotto

located at

2410 Kent Place Clearwater, Florida 33624

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.

FRANK G. PINIZZOTTO, Registered Agent

DEPOSITS/PAYMENTS DETAIL SCREEN 3/12/97 9:28 AM

DEPOSIT TYPE : COR DEPOSIT NUMBER : 02/26/97 01102 002

DEPOSIT AMOUNT : 337.50 ACCOUNT NUMBER :

USER ID : BSIPPIO DEPOSIT BALANCE: 0.00

DEBIT MEMO DATE: VOID DATE

TRACKING NUMBER: 600002098956 DOCUMENT NUMBER: P97000019638

REQUESTOR LEDGER DATE : 02/26/97 SUB ACCT NUMBER:

CATEGORY AMOUNT

DESCRIPTION CERTIFICATION CERT 52.50 ALL CORP FILING FEES CF 285.00

+ NEXT, - PREV, 1. MENU, 2. FILING, 3. OFFICERS

ENTER SELECTION AND CR: