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4/02/97

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

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FROM: RUDEN, MCCLOSKEY, SMITH, SCHUSTER & RUSSELL,
CONTACT: MICHELE GRABASCH
PHONE: (954) 761-2910

ACCT#: 076077000521

FAX #: (954) 764-4996

NAME: COVERS CREDIT CORP.

AUDIT NUMBER.....H97000005444

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 3

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ARTICLES OF INCORPORATION
OF
COVERS CREDIT CORP.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

ARTICLE I
NAME OF CORPORATION

The name of this Corporation shall be:

Covers Credit Corp.

ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS

The mailing address and the principal office of this Corporation is 2649 Marion Drive, Fort Lauderdale, FL 33316.

ARTICLE III
AUTHORIZED SHARES

The total authorized capital stock of this Corporation shall consist of 10,000 shares of Common Stock, par value \$.01 per share.

ARTICLE IV
ADDRESS OF REGISTERED OFFICE IN THIS STATE

The street address of the initial registered office of this Corporation in the State of Florida is c/o Brenda Cox, Cox & Schilian, 1761 W. Hillsboro Blvd., Suite 207, Deerfield Beach, FL 33442 and the initial registered agent of this Corporation at that address shall be Brenda Cox.

Prepared by: Howard D. Cohen, Esq., FL Bar #980323
Ruden McClosky, Et al., P. O. Box 1900
Fort Lauderdale, Florida 33301
(954) 764-6660

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ARTICLE V
INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is:

Gunther Covers
2649 Marion Drive
Fort Lauderdale, FL 33316

IN WITNESS WHEREOF, I have hereunto subscribed my hand and seal this 2nd day of
April, 1997.



Gunther Covers, Incorporator

THE UNDERSIGNED, named as the registered agent in Article IV of these Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under, the Florida Business Corporation Act, including specifically Section 607.0505.



Brenda Cox, Registered Agent

Prepared by: Howard D. Cohen, Esq., FL Bar #980323
Ruden McClosky, Et al., P. O. Box 1900
Fort Lauderdale, Florida 33301
(954) 764-6660

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