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MAY, MEACHAM & DAVELL

A PROFESSIONAL ASSOCIATION
ATTORNEYS AND COUNSELORS

NATIONSBANK TOWER, SUITE 2602

ONE FINANCIAL PLAZA

FORT LAUDERDALE, FLORIDA 33394-1697

PAUL M. MAY
ROBERT C. MEACHAM
WILLIAM C. DAVELL
DAVID MARSHALL BROWN*

*ALSO ADMITTED IN GEORGIA

FORT LAUDERDALE (954) 763-6006
MIAMI (305) 944-8291
TELEFAX (954) 764-5367

June 9, 1997

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-06/12/97--01031--010
****122.50 ****122.50

Re: Articles of Incorporation - National Viatical Funding Corporation
Our File #97-1201

Gentlemen and/or Ladies:

Enclosed please find the original and one copy of the Articles of Incorporation for National Viatical Funding Corporation, along with our check in the amount of \$122.50, representing the filing fee, etc. Also enclosed please find the Designation of Registered Agent.

Please cause the Articles of Incorporation to be filed and provide the undersigned with a certified copy of the same.

Should you have any questions or need anything further, please contact the undersigned at the above-referenced address and/or telephone number. I thank you for your assistance in this matter.

Very truly yours,

Paul M. May

PAUL M. MAY
For the Firm

PMM/pb

Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN 12 PM 11:40

an
6/12/97

ARTICLES OF INCORPORATION
OF
NATIONAL VIATICAL FUNDING CORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN 12 AM 11:40

ARTICLE I - NAME

The name of this corporation is **NATIONAL VIATICAL FUNDING CORPORATION.**

ARTICLE II
PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business and mailing address of this corporation is **1750 East Sunrise Blvd., Fort Lauderdale, Florida 33304.**

ARTICLE III - DURATION

This corporation shall exist in perpetuity.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the State of Florida and the United States, including, but not limited to, the purchase of life insurance policies from owners thereof having terminal illness in accordance with the Florida Viatical Settlement Act.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 500 shares of \$1.00 par value common stock, which shall be designated "Common Shares."

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent of this corporation are:

Jack A. Furman	1750 East Sunrise Blvd. Ft. Lauderdale, FL 33304
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ARTICLE VII - INITIAL 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 bylaws, but shall never be less than one (1).

The names and addresses of the initial directors of this corporation are:

Alan B. Levan	1750 East Sunrise Blvd. Ft. Lauderdale, FL 33304
Frank V. Grieco	1750 East Sunrise Blvd. Ft. Lauderdale, FL 33304

ARTICLE VIII - INCORPORATORS

The names and addresses of the officers and incorporators are:

Alan B. Levan President	1750 East Sunrise Blvd. Ft. Lauderdale, FL 33304
James C. Spector Executive Vice President	1750 East Sunrise Blvd. Ft. Lauderdale, FL 33304
Jean Carvalho Secretary	1750 East Sunrise Blvd. Ft. Lauderdale, FL 33304
Jasper Eanes Treasurer	1750 East Sunrise Blvd. Ft. Lauderdale, FL 33304

ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be

vested in the Board of Directors.

ARTICLE X - POWERS

This corporation shall have all of the powers enumerated in the Florida General Corporation Act.

ARTICLE XI - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 2nd day of June, 1997.


ALAN B. LEVAN, PRESIDENT


JAMES C. SPECTOR, EXECUTIVE
VICE PRESIDENT


JEAN CARVALHO, SECRETARY


JASPER EANES, TREASURER

STATE OF FLORIDA)
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, this day personally appeared **ALAN B. LEVAN**, to me known and known to me to be the person described herein and who executed the foregoing Articles of Incorporation for the purposes therein expressed.

Sworn to and Subscribed before me this 2nd day of June, 1997 by **ALAN B. LEVAN**, who is personally known to me or who produced the following identification _____.

Mary U. Tracey
Notary Public, State of Florida

My Commission Expires:



MARY U. TRACEY
MY COMMISSION # CC382118 EXPIRES
March 27, 1998
GIVEN THAT THEY ARE CURRENT, YES

STATE OF FLORIDA)
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, this day personally appeared **JAMES C. SPECTOR**, to me known and known to me to be the person described herein and who executed the foregoing Articles of Incorporation for the purposes therein expressed.

Sworn to and Subscribed before me this 2nd day of June, 1997 by **JAMES C. SPECTOR**, who is personally known to me or who produced the following identification _____.

Mary U. Tracey
Notary Public, State of Florida

My Commission Expires:



MARY U. TRACEY
MY COMMISSION # CC382118 EXPIRES
March 27, 1998
GIVEN THAT THEY ARE CURRENT, YES

STATE OF FLORIDA)
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, this day personally appeared **JEAN CARVALHO**, to me known and known to me to be the person described herein and who executed the foregoing Articles of Incorporation for the purposes therein expressed.

Sworn to and Subscribed before me this 2nd day of June, 1997 by **JEAN CARVALHO**, who is personally known to me or who produced the following identification _____.

Mary U. Tracey
Notary Public, State of Florida

My Commission Expires:



MARY U. TRACEY
MY COMMISSION # CC332143 EXPIRES
March 27, 1998
BEHIND THEM THEY FARM INSURANCE, INC.

STATE OF FLORIDA)
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, this day personally appeared **JASPER EANES**, to me known and known to me to be the person described herein and who executed the foregoing Articles of Incorporation for the purposes therein expressed.

Sworn to and Subscribed before me this 2nd day of June, 1997 by **JASPER EANES**, who is personally known to me or who produced the following identification _____.

Mary U. Tracey
Notary Public, State of Florida

My Commission Expires:



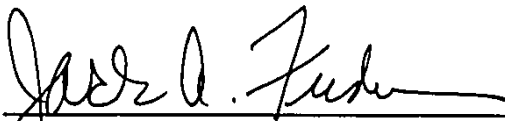
MARY U. TRACEY
MY COMMISSION # CC332143 EXPIRES
March 27, 1998
BEHIND THEM THEY FARM INSURANCE, INC.

DESIGNATION OF REGISTERED AGENT

(ATTACHED TO ARTICLES OF INCORPORATION AND MADE A PART HEREOF)

Pursuant to Chapters 48.091 and 607.034, Florida Statutes, the following is submitted in compliance with said Acts and made a part of the Articles of Incorporation of said corporation, to which this document is attached.

That NATIONAL VIATICAL FUNDING CORPORATION, desiring to organize under the laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation, in the City of Fort Lauderdale, County of Broward, State of Florida, has named Jack A. Furman, 1750 East Sunrise Blvd., Fort Lauderdale, Florida 33304, as its registered agent to accept service of process within this state.


JACK A. FURMAN
Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN 10 2000