

P970000064341

STAR FINANCIAL, INC.

3833 North Andrews Avenue
Ft Lauderdale, FL 33309

July 24, 1997

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32314

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-07/28/97-01148-017
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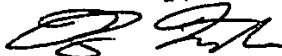
Gentlemen:

Enclosed please find the papers for incorporating STAR
FINANCIAL, INC., 3833 North Andrews Ave, Ft Lauderdale FL 33309,
along with a check for \$122.50.

Return all necessary papers to STAR FINANCIAL INC., at the above
address.

Thank you.

Sincerely,



Barry Friedman
President

FILED
97 JUL 28 AM 9:21
TALLAHASSEE, FLORIDA
DEPT OF STATE

QN 7-31-97

**CERTIFICATE OF INCORPORATION
OF**

STAR FINANCIAL, INC.

FILED
97 JUL 28 AM 9:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED subscribers to these Articles of Incorporation, each a natural person, competent to contract, hereby associate themselves together to form a corporation for profit under the laws of the State of Florida; and further do agree to the following conditions of said corporation.

ARTICLE I: NAME

The name of this corporation is:

STAR FINANCIAL, INC.

ARTICLE II: NATURE OF BUSINESS

The general nature of the Business to be transacted by this corporation is to do all things which natural persons might or could lawfully do in the premises as follows:

Viatical Sales to the public an activity permitted under the laws of the United States and the State of Florida.

ARTICLE III: CAPITAL STOCK

The total number of shares of stock that may be issued by the corporation is 500 shares, all of which shall be \$1.00 par value.

ARTICLE IV: INITIAL CAPITAL

The amount of capital with which this corporation will begin business is \$500.00.

ARTICLE V: TERM OF EXISTENCE

This corporation shall have perpetual existence unless dissolved by action of law.

ARTICLE VI: ADDRESS

The initial post office address of this corporation in the State of Florida is:

3833 North Andrews Avenue
Ft. Lauderdale, Fl 33309

ARTICLE VII: DIRECTORS

This corporation shall have not less than one (1) Director initially. The number of Directors may be increased from time to time as the stockholders desire, in accordance with the by-laws hereof, but at no time shall there be a number less than three.

ARTICLE VIII: INITIAL DIRECTORS AND OFFICERS

The names and post office address of the First Board of Directors and Officers of this corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>
Barry Friedman	8915 NW 26 Ct Coral Springs, Fl 33065	President
Alane Kravatz	4501 Thomas St Hollywood, Fl 33021	Vice President

ARTICLE IX: SUBSCRIBERS

The name and post office address of each subscriber to these articles on incorporation, the number of shares of stock each agrees to take and the value of the consideration paid therefore are as follows:

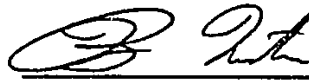
<u>NAME</u>	<u>ADDRESS</u>	<u>NO. OF SHARES</u>	<u>AMT PAID</u>
Barry Friedman	8915 NW 26 Ct Coral Springs, Fl 33065	250	\$250.00
Alane Kravatz	4501 Thomas Street Hollywood, Fl 33021	250	\$250.00

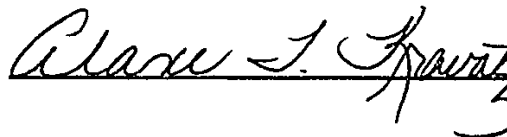
ARTICLE X: AMENDMENT

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stockholders.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this

24 day July 1997.

 (SEAL)

 (SEAL)

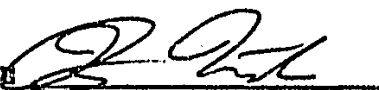
_____ (SEAL)

_____ (SEAL)

INCORPORATION NAME AND ADDRESS

STAR FINANCIAL, INC.
3833 NORTH ANDREWS AVENUE
FT LAUDERDALE, 33322

SIGNATURE



(INCORPORATOR)

TITLE

President

DATE

7/24/97

STATE OF FLORIDA)
)
COUNTY OF)

Broward

I hereby certify that on this day, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgements, personally appeared:

Barry Friedman

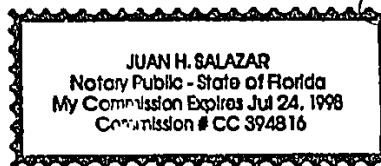
to me known to be the persons described as subscribers in and who executed the foregoing articles of incorporation, and they acknowledged before me that they subscribed to

those articles of incorporation.

Witness my hand and official seal this Twenty Four day of
July, 1997.

Juan H. Salazar
NOTARY PUBLIC

My Commission Expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED**

**IN COMPLIANCE WITH SECTION 48,091, FLORIDA STATUTES, THE FOLLOWING
IS SUBMITTED:**

FIRST -- THAT STAR FINANCIAL, INC.

(NAME OF CORPORATION)

**DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF
FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF
OAKLAND PARK, STATE OF FLORIDA, HAS NAMED
(CITY)**

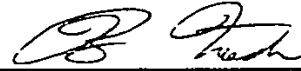
BARRY FRIEDMAN, LOCATED AT 3833 NORTH ANDREWS AVE

(REGISTERED AGENT)

**(STREET ADDRESS & NUMBER OF
BUILDING, P.O. BOX NOT ACCEPTED)**

CITY OF OAKLAND PARK, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT
SERVICE OF PROCESS WITH FLORIDA.

SIGNATURE



(CORPORATE OFFICER)

TITLE

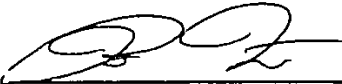
PRESIDENT

DATE

7/24/97

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE,
I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO
COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER
AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE



(REGISTERED AGENT)

DATE

7/24/97

FILED
97 JUL 28 AM 9 21
TALLAHASSEE, FLORIDA