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FLORIDA DEPARTMENT OF STATE  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

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-08/11/97--01047--020  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Dear Gentlemen:

Please find enclosed the Articles of Incorporation for TRI STAR FUNDING INCORPORATED and a check for Seventy Dollars.

If there is additional paperwork to be filed, please let me know and it will be taken care of immediately. Thank you for help in this matter.

Sincerely,

*Lisa O. Smith*

Lisa O. Smith

Tri-STAR Funding  
950 N. Collier  
Suite 420  
Marco, FL 34145

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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8.12.97

ARTICLES OF INCORPORATION OF TRI STAR FUNDING INCORPORATED

The undersigned subscriber to these Articles of Incorporation, a natural person competent, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME: The name of the corporation shall be Tri Star Funding Incorporated.

ARTICLE II. NATURE OF BUSINESS: This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK: The maximum number of shares of stock that this corporation is authorized to have outstanding at any one (1) time is One Hundred (100) shares of common stock having a par value of One Dollar (\$ 1.00) per share.

ARTICLE IV. ADDRESS: The street address of the initial registered office of the corporation shall be 950 North Collier Blvd., Suite 420, Marco Island, FL 34145 and the initial registered agent of the corporation is Lisa Orkney-Smith.

ARTICLE V. TERM OF EXISTENCE: This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS: This corporation shall have (4) officers and directors initially. The names and street addresses of the officers and directors are:

KENNETH J. ORKNEY 806 Chestnut Court  
PRESIDENT Marco Island, FL 34145

CARL F. ORKNEY 115 Audubon Road  
VICE PRESIDENT Naples, FL 34114

CARL J. SMITH 16080 South Pebble Lane  
TRESURER S. Ft. Myers, FL 33912

LISA O. SMITH 16080 S. Pebble Lane  
SECRETARY S. Ft. Myers, FL 33912

ARTICLE VII. SUBSCRIBER: The name and street address of the subscriber to these Articles of Incorporation is:

LISA O. SMITH 16080 S. Pebble Lane  
S. Ft. Myers, FL 33912

IN WITNESS WHEREOF the subscriber has hereunto set his names and seal on this 6 day of August, 1997.

*Lisa O. Smith*  
LISA O. SMITH

STATE OF FLORIDA)  
COUNTY OF COLLIER)

Sworn to and subscribed before me this 6 day of August 1997.



WAYNE H. FURFEY  
My Comm Exp. 4/26/99  
Bonded By Service Ins  
No. CC455916

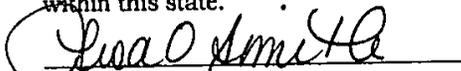
*Wayne H. Furfey*  
NOTARY PUBLIC

FILED  
SECRETARY OF STATE  
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Personally Known  Other ID

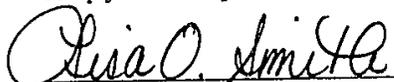
REGISTERED AGENT CERTIFICATE: Pursuant to Chapter 48.901, Florida Statutes, the following is submitted in compliance with said Act.

That, Tri Star Funding Incorporated, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at 950 N. Collier Blvd., Marco Island, FL 34145, and Lisa O. Smith as its agent to accept service within this state.

  
LISA O. SMITH

ACKNOWLEDGMENT

Having been named to accept service of process of the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

  
LISA O. SMITH

FILED  
CLERK OF STATE  
OFFICE OF CORPORATION  
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