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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 110432003053

CONTACT: LUIS URIARTE

PHONE: (305)672-0686

EFFECTIVE DATE
3-6-98

FAX #: (305)672-9110

NAME: MIAMI LENDING GROUP, INC.

AUDIT NUMBER.....H98000004538

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

CERT. OF STATUS..1

PAGES.....4

CERT. COPIES.....0

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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Miami Lending Group, Inc.

EFFECTIVE DATE

3-10-98

Article II. Address

The mailing address of the Corporation is:
Miami Lending Group, Inc.
115 Sunrise Drive, Apt. 2A
Key Biscayne FL 33149 DADE

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Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Rosa Busto-Pina, Esq.
370 Minorca Avenue
Coral Gables FL 33134

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Susana Blanco

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Rosa Busto-Pina | FL Bar Member 295248
Mercedes Busto, P.A.
The Law Center Building
370 Minorca Avenue
Coral Gables FL 33134
305-595-5651
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Article V. Capital Stock

The Corporation shall have the authority to issue 1,000 shares of common stock, par value \$1.00 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Rosa Busto-Pina
Mercedes Busto, P.A.
The Law Center Building
370 Minorca Avenue
Coral Gables FL 33134

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on March 6, 1998.

Article VIII. Indemnification

The Corporation shall indemnify to the fullest extent permitted by the Florida Business Corporation Act any person who has been made, or is threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of the Corporation), by reason of the fact that the

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person is or was a director or officer of the Corporation, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to an employee benefit plan of the Corporation, or serves or served at the request of the Corporation as a director, or as an officer, or as a fiduciary of an employee benefit plan, of another corporation, partnership, joint venture, trust or other enterprise. In addition, the Corporation shall pay for or reimburse any expenses incurred by such persons who are parties to such proceedings, in advance of the final disposition of such proceedings, to the full extent permitted by the Florida Business Corporation Act.

The undersigned incorporator executed these Articles of Incorporation on March 6, 1998.



ROSA BUSTO-PINA
by L.A. Uriarte as attorney-in-fact

Rosa Busto-Pina | FL Bar Member 295248
Mercedes Busto, P.A.
The Law Center Building
370 Minorca Avenue
Coral Gables FL 33134
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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

Miami Lending Group, Inc.

REGISTERED AGENT/OFFICE:

**Rosa Busto-Pina, Esq.
370 Minorca Avenue
Coral Gables FL 33134**

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



**ROSA BUSTO-PINA, ESQ.
by L.A. Uriarte as attorney-in-fact**

Date: March 6, 1998

**Rosa Busto-Pina | FL Bar Member 295248
Mercedes Busto, P.A.
The Law Center Building
370 Minorca Avenue
Coral Gables FL 33134
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