

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P98000033921

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 APR 14 PM 1:06

600002487926--8
-04/14/98--01040--015
****122.50 ****122.50

EFFECTIVE DATE
04-13-98

Pinnacle Direct Funding
Corporation

☒ Art of Inc. File _____
☐ LTD Partnership File _____
☐ Foreign Corp. File _____
☐ L.C. File _____
☐ Fictitious Name File _____
☐ Trade/Service Mark _____
☐ Merger File _____
☐ Art. of Amend. File _____
☐ RA Resignation _____
☐ Dissolution / Withdrawal _____
☐ Annual Report / Reinstatement _____
☒ Cert. Copy _____
☐ Photo Copy _____
☐ Certificate of Good Standing _____
☐ Certificate of Status _____
☐ Certificate of Fictitious Name _____
☐ Corp Record Search _____
☐ Officer Search _____
☐ Fictitious Search _____
☐ Fictitious Owner Search _____
☐ Vehicle Search _____
☐ Driving Record _____
☐ UCC 1 or 3 File _____
☐ UCC 11 Search _____
☐ UCC 11 Retrieval _____
☐ Courier _____

RECEIVED
98 APR 14 AM 10:14
DIVISION OF CORPORATIONS

Signature _____

Requested by: DA

Name _____

Date 4-14-98

Time 9:13

Walk-In _____

Will Pick Up _____

RP
04-14-98

98 APR 14 PM 1:06

ARTICLES OF INCORPORATION

OF

PINNACLE DIRECT FUNDING CORPORATION

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of the Corporation is: PINNACLE DIRECT FUNDING CORPORATION

ARTICLE II - DURATION

The duration of the Corporation is perpetual.

ARTICLE III - PURPOSE

EFFECTIVE DATE

04-13-98

The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the Corporation is authorized to issue is 1,000,000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$.01 per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of the Corporation is 1500 Lee Road, Suite 200, Orlando, Florida 32810, and the name of its initial Registered Agent at that address is Douglas F. Long.

ARTICLE VI - PRINCIPAL OFFICE AND MAILING ADDRESS

The initial Principal Office of the corporation and its mailing address are:

1500 Lee Road, Suite 200
Orlando, Florida 32810

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) director initially. The number of directors of the Corporation may be increased or decreased from time to time pursuant to the By-Laws adopted by the Shareholders, but shall never be less than one (1). The name and address of the initial director of the Corporation are:

Douglas F. Long
1500 Lee Road, Suite 200
Orlando, Florida 32810

ARTICLE VIII - INCORPORATOR

The name and address of the Incorporator is as follows:

Douglas F. Long
1500 Lee Road, Suite 200
Orlando, Florida 32810

ARTICLE IX - AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

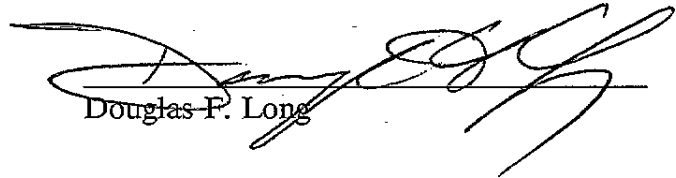
ARTICLE X - COMMENCEMENT OF CORPORATE EXISTENCE

In accordance with Section 607.167, Florida Statutes, the date when corporate existence shall commence is the date of subscription and acknowledgement of these Articles of Incorporation.

ARTICLE XI - INDEMNIFICATION

The Corporation shall indemnify each Officer and Director, including any former Officer(s) and Director(s), to the full extent permitted by law.

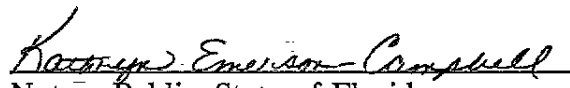
IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 13th day of April, 1998.

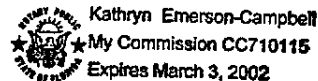

Douglas F. Long

STATE OF FLORIDA)
COUNTY OF ORANGE)

Before me personally appeared, Douglas F. Long, who is personally known to me, and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 13th day of April, 1998.

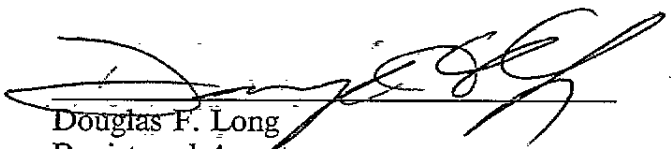

Notary Public, State of Florida
My Commission Expires:



ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of PINNACLE DIRECT FUNDING CORPORATION, which is contained in the foregoing Articles of Incorporation. The undersigned is a resident of Florida and is familiar with, and accepts, the obligations of this position.

DATED this 13th day of April, 1998.


Douglas F. Long
Registered Agent

f:\WP51\lisa\pdirect\articles.rs

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 14 PM 1:06