000041699

THE UNITED STATES CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE: 806544

7152808

AUTHORIZATION :

\$ 70.00 COST LIMIT :

ORDER DATE: May 5, 1998

ORDER TIME : 9:56 AM

ORDER NO. : 806544-005

CUSTOMER NO: 7152808

CUSTOMER: Mr. Lewis Allen

MR. LEWIS ALLEN

1300 Clay Street, Suite 600

700002512187--5

Oakland, CA 94612

NAME:

UNITED AMERICA FUNDING CORP.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

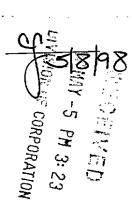
PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

2544 W98-10169





FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

May 6, 1998

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301 RESUBMIT

Please give original submission date as file date.

SUBJECT: UNITED AMERICA FUNDING CORP.

Ref. Number: W98000010169

We have received your document for UNITED AMERICA FUNDING CORP. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden Document Specialist DIVISION OF CORPORATIONS

98 MAY -5 AM 8: 55

ARTICLES OF INCORPORATION

OF

UNITED AMERICA FINANCE CORP.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

UNITED AMERICA FINANCE CORP.

The address of the principal office of this corporation shall be 1300 Clay Street, Suite 600, Oakland, California 94533, and the mailing address of the corporation shall be the same.

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 time is 1,500 shares of common stock having \$10.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Shirley Knight Dir.

53 Buena Vista Fairfield, California 94533

Lewis Allen Dir.

440 South 24th Street Richmond, California 94804

CIVISION OF CORPORATIONS

98 MAY -5 AM 8: 55

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporate Agents, Inc. 1201 Hays Street Tallahassee, Florida 32301

The undersigned incorporator has executed these

Articles of Incorporation on May 5, 1998.

Incorporator Its Agent, Karen B. Rozar

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Its Agent, Karen B. Rozar Authorized Service Representative Corporation Service Company

TAP/DEBORAH SCHRODER