

P9800057033

BATSEL, MCKINLEY, ITTERSAGEN, GUNDERSON & BERNTSSON, P.A.  
ATTORNEYS AT LAW

1861 PLACIDA ROAD, SUITE 204  
ENGLEWOOD, FLORIDA 34223  
(941) 474-7713  
TELEFAX (941) 474-8276

18401 MURDOCK CIRCLE  
PQRT CHARLOTTE, FLORIDA 33948  
(941) 627-1000  
TELEFAX (941) 255-0684

C. GUY BATSEL  
MICHAEL R. MCKINLEY  
SCOTT D. ITTERSAGEN  
MIKO P. GUNDERSON  
ROBERT H. BERNTSSON  
ROBERT E. KOCH  
JERRY S. PAUL

Reply To: Englewood

June 24, 1998

~~SENT UPS NEXT DAY AIR~~

*Return to  
F U ASAT*

Attorneys' Title Insurance Fund, Inc.  
Leon Branch  
660 E. Jefferson Street  
Suite 200  
Tallahassee, Florida 32301

Re: Capital Note Funding Group, Inc.

000002572680--3  
-06/25/98--01070--019  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

To Whom It May Concern:

Enclosed please find original and executed copy of the Articles of Incorporation of the above-referenced corporation, Designation of Registered Agent and Registered Office. I would appreciate you returning to this office the Certificate of Incorporation, a copy of the Articles and receipt as soon as possible.

We have enclosed a check in the sum of \$15.00 for your filing fee, along with a check payable to the Secretary of State for \$70.00.

If you have any questions, please feel free to call

Sincerely,

Scott D. Ittersagen

FILED  
98 JUN 25 PM 3:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
98 JUN 25 PM 2:06  
DIVISION OF CORPORATION

SDI/bu  
Enclosures

1029903

P. Mail JUN 25 1998

ARTICLES OF INCORPORATION  
OF  
CAPITAL NOTE FUNDING GROUP, INC.

FILED  
98 JUN 25 PM 3:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE 1. - NAME AND ADDRESS

The name of this corporation is CAPITAL NOTE FUNDING GROUP, INC., a Florida corporation, and the principal office is located at 3562 Beneva Lane, Sarasota, Florida 34231.

ARTICLE 2. - DURATION OF CORPORATION EXISTENCE

This corporation shall exist perpetually.

ARTICLE 3. - PURPOSES

The general purposes for which this corporation is organized include the transaction of any or all lawful business for which corporations may be incorporated under the provisions of Chapter 607, Florida Statutes, as the same now exists or as it may hereafter be changed.

ARTICLE 4. - CAPITAL STOCK

The aggregate number of shares of stock this corporation is authorized to have outstanding at any time is 7,500 shares of common stock having a par value of \$1.00 per share. There shall be no other type or class of stock.

ARTICLE 5. - ADDRESS AND RESIDENT AGENT

The street address of the initial registered office of this corporation shall be c/o Batsel, McKinley, Ittersagen, Gunderson & Berntsson, P.A., 1861 Placida Road, Suite 204, Englewood, Florida 34223. The name of the initial registered agent at such address is Scott D. Ittersagen.

ARTICLE 6. - DIRECTORS

This corporation shall have four (4) directors initially. The number of directors may be increased or decreased from time to time by bylaws adopted by the shareholders, but shall never be less than two nor more than five.

ARTICLE 7. - INITIAL DIRECTORS

The names and post office address of the initial directors are: Kellie L. Madonna, 3562 Beneva Lane, Sarasota, Florida 34231; Christopher M. Madonna, 3562 Beneva Lane, Sarasota, Florida 34231; Joseph Martini, 842 Appleton Avenue, Orlando, Florida 32806 and Michelle L. Martini, 842 Appleton Avenue, Orlando, Florida 32806.

ARTICLE 8. - INCORPORATORS

The name and post office address of the incorporator of this corporation is: Kellie L. Madonna, 3562 Beneva Lane, Sarasota, Florida 34231.

ARTICLE 9. - 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 stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned have hereunto subscribed their names and affixed their seals this 22 day of June, 1998.

Witnesses:

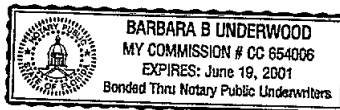
[Signature]  
[Signature]  
Kellie L. Madonna  
Kellie L. Madonna

STATE OF FLORIDA  
COUNTY OF CHARLOTTE

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, Kellie L. Madonna, who is personally known to me and who did/did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Englewood, said County and State, this 22 day of June, 1998.

[Signature]  
Notary Public  
My commission expires:



CERTIFICATE DESIGNATING A REGISTERED AGENT AND REGISTERED OFFICE  
FOR THE SERVICE OF PROCESS

In compliance with Section 48.091, Florida Statutes, the following is submitted:

CAPITAL NOTE FUNDING GROUP, INC., a Florida corporation, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at Sarasota, County of Sarasota, State of Florida, has designated Scott D. Ittersagen, whose street address is 1861 Placida Road, Suite 204, Englewood, Florida 34223, as its agent to accept service of process within this state.

ACCEPTANCE

Having been designated as agent to accept service of process for the above-named corporation, at the place stated in this certificate, I hereby agree to act in this capacity and to comply with the provision of said law relative to same.

  
Registered Agent

41688a07

FILED  
98 JUN 25 PM 3:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA