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FILING & SEARCH
SERVICES

UCC FILING & SEARCH SERVICES, INC. 526 East Park Avenue
Tallahassee, FL 32301
(850) 681-6528

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ARTICLES OF INCORPORATION

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

Par-Con Financial Corporation

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

ARTICLE I. NAME

The name of the corporation shall be:

Par-Con Financial Corporation

The address of the principal office of this corporation shall be c/o Rozencwaig & Granoff, One Southeast 3rd Avenue, Suite 960, Miami, Florida 33131, 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 100 shares of common stock at \$1.00 par value.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of this corporation shall be c/o Rozencwaig & Granoff, One Southeast 3rd Avenue, Suite 960, Miami, Florida 33131, and the name of the registered agent of the corporation at that address is Leslie Alan Rozencwaig.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

The names and addresses of the initial Officers and Directors are:

Luis Gomez c/o One Southeast Third Avenue Suite 960 Miami, Florida 33131

Secretary/President

President/Director

Juan Carlos Gomez c/o One Southeast Third Avenue Suite 960 Miami, Florida 33131

ARTICLE VII. INCORPORATOR

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

UCC Filing & Search Services, Inc. 526 East Park Avenue
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of UCC Filing & Search Services, Inc., has hereunto set her hand and seal of UCC Filing & Search Services, Inc., on June 16, 1998.

UCC Filing & Search Services, Inc.

Its Agent Alethea Culversor

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN THE ARTICLES OF INCORPORATION

LESLIE ALAN ROZENCWAIG, ESQ., an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

Par-Con Financial Corporation

is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By:

LESLIE ALAN ROZENCWAIG, ESC