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ARTICLES OF INCORPORATION

OF

BMG FUNDING INC.

The undersigned acting as incorporator (s) pursuant to chapter 617 Florida statutes, adopt(s) the following Articles of incorporation of such corporation: $\overrightarrow{z_{ac}}$

ARTICLE I NAME

The Name of the Corporation shall be:

BMG FUNDING INC.

The Principal Place of business of this Corporation shall be: 3380 NW 30 St., #23 Lauderdale Lakes Florida 33311

ARTICLE II

The period of duration of this Corporation is perpetual unless dissolved according to law.

ARTICLE III

The purpose for which this Corporation is organized are: To engage in and carry on in all its branches the business of Financing, Money brokering, Credit invoice purchasing, Debt Collecting, carry on as financial consultants, and to engage in any lawful act or activity for which a Corporation may organized under the General Corporation Law of the State of Florida.

ARTICLE IV

The Aggregate number of shares which the corporation shall have authority To issue is 200,000 shares of the par value of \$5.00 each.

ARTICLE V

The number constituting the initial board of Directors of the corporation is two (2) and the names and addresses of the persons who are to serve initially are:-

NAMES	ADDRESSES
Valentine Matthew	3380 NW 30 ST. Lauderdale Lakes Fl 33311.
Art Griffin	2545 NW 163 Terr Miami Fl 33354.

ARTICLE VI

The Street address of the initial registered office is 3380 NW 30 st #23 Lauderdale Lakes 33311 and the Name of its initial registered Agent is: Valentine Matthew.

ARTICLE VII

The number of Directors constituting the initial board of Directors is two (2) and the names and addresses of the persons who are to serve as Directors until the first annual meeting of the share holders or until their successors are elected and qualified are:

NAMES		ADDRESSES
Valentine Matthew	Director	3380 NW 30 st Lauderdale Lakes Fl 33334.
Art Griffin	Director	2545 NW 163 Terr Miami Fl 33354.

ARTICLE VIII

The Board of directors is empowered to make or repeal the by laws of the corporation without restriction of their powers conferred by statute.

ARTICLE IX

The Names and addresses of the incorportors is:

NAMES	ADDRESSES
Valentine Matthew	3380 NW 30 ST #23 Lauderdale Lakes Fl 33311
Art Griffin	2545 NW 163 Terr Miami FL 33354.

ARTICLE X

The powers of the incorporators cease upon filing the Articles of incorporation.

IN WITNESS WHEREOF, the undersigned incorporate's has executed these Articles of incorporation this <u>310</u> day of entenber 1998 Signature of Incorporate's VAlentine MATTHEWS PRINT NAME HERE HERE + Criffi SIGN PRINT NAME HERE STATE OF FLORIDA COUNTY OF BROWARD THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED AND SWON TO BEFORE ME THIS 3101 DAY OF September 1998 BY VALENTINE MATTHEW, AND ART GRIFFIN. (Name of incorporates) of BMG FUNDING INC. (Name of corporation) SEAL UBLIC KAREN G. MCNEE MY COMMISSION # CC 668445 My commission Expires: EXPIRES: August 3, 2001 Bonded Thru Notary Public Underwriters people as ID Affiants produced identification as follows Personally known Affiants.

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of Florida, submit the following statement in designation the registered office/ registered agent, in the state of Florida......

1. The name of the Corporation is: BMG FUNDING INC.

2. The Name and Address of the registered Agent and office is:

NAME: Valentine Matthew ADDRESS: 3380 NW 30 St., #23 Lauderdale Lakes FL. 33311.

Signature of Corporate Officer. **Registered Agent** 9-3-58 Date N N

HAVING BEEN NAMED REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT AND WILL ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

> Signature 5-3-58

Date

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