

Document Number Only

799000008245

C T Corporation System

Requestor's Name
660 East Jefferson Street

Address
Tallahassee, FL 32301

City State Zip Phone

CORPORATION(S) NAME

900002755159--8
-01/26/99--01063--009
*****70.00 *****70.00

Citifinancial, Inc

99 JAN 26 PM 4:56
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- Profit Articles
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DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 26, 1999

CT CORPORATION SYSTEM

SUBJECT: CITIFINANCIAL, INC.
Ref. Number: W99000001896

*Walk In
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*Please track date
Thanks*

We have received your document for CITIFINANCIAL, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.

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Tracy Smith
Document Specialist

Letter Number: 599A00003443

RECEIVED
99 JAN 27 PM 3:18
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION
OF

CITIFINANCE, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JAN 26 PM 4:56

FILED

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

FIRST: The name of the corporation is: CITIFINANCE, INC.

SECOND: The street address of the initial principal office, and, if different, the mailing address of the corporation is: 300 Saint Paul Street, Baltimore, Maryland 21202.

THIRD: The number of shares the corporation is authorized to issue is:

Number of Shares	Class	Par Value Per Share
100	Common	\$1.00


FOURTH: The street address of the initial registered office of the corporation is c/o C T Corporation System, 1200 South Pine Island Road, City of Plantation, Florida 33324, and the name of its initial registered agent at such address is C T Corporation System.

FIFTH: The names of addresses of the persons who are to serve as initial directors are:

J. P. Murphy	300 Saint Paul Street, Baltimore, MD 21202
D. A. Smoley	300 Saint Paul Street, Baltimore, MD 21202
J. B. Duvall, III	300 Saint Paul Street, Baltimore, MD 21202

SIXTH: The name and address of each incorporator is:

Norma Velasquez	1025 Vermont Avenue, N W, Washington, D C 20005
Judy Kenestrick	1025 Vermont Avenue, N W, Washington, D C 20005

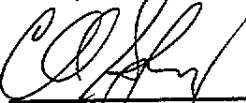

Norma Velasquez - Incorporator


Judy Kenestrick - Incorporator

DATE: 1/25/99

C T Corporation System is familiar with and accepts the obligations provided for in Section 607.0505 of the Florida Statutes.

C T Corporation System

By 
Charlie Shampang – Assistant Secretary

Date 1/25/99

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TALLAHASSEE, FLORIDA