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Florida Department of State
Division of Corporations
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Account Name : EMPIRE CORPORATE KIT COMPANY
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

SOUTH ATLANTIC LENDING CORPORATION

Certificate of Status	0
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Page Count	04-
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION FOR

South Atlantic Lending Corporation

The undersigned incorporator(s), for the purpose of forming a Florida Corporation under Chapter 621 of the Florida Statutes, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I: NAME

The name of the corporation shall be: **South Atlantic Lending Corporation**

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be

1101 Brickell Avenue, Suite 702 South Tower, Miami, Florida 33131

ARTICLE III: PURPOSE

The purpose of this corporation shall be: **lending**

ARTICLE IV: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 SHARES OF COMMON STOCK WITH A PAR VALUE OF \$1.00 EACH

ARTICLE V: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

**Eduardo J. Garcia
1101 Brickell Avenue
Suite 702 South Tower
Miami, Florida 33131**

This Document Prepared By:
Garcia & Baloyra
Eduardo J. Garcia, Esq.
1101 Brickell Avenue, Suite 702, South Tower
Miami, Florida 33131
Ph: (305) 358-4800 Florida Bar No. 19526

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ARTICLE VI: BOARD OF DIRECTORS

The name and address of the initial board of directors shall be:

Eduardo J. Garcia
1101 Brickell Avenue, Suite 702 South Tower
Miami, Florida 33131

ARTICLE VII: OFFICERS

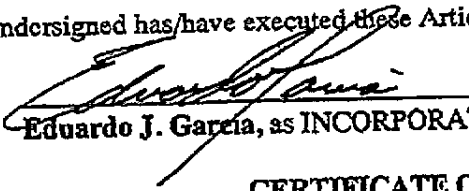
The name, title and address of the officers of this corporation shall be:

ARTICLE VIII: INCORPORATOR

The name and address of the incorporator to these Article of Incorporation shall be:

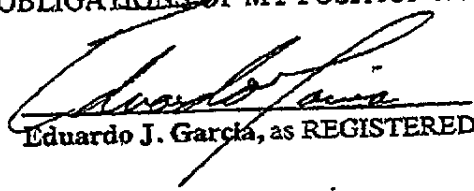
Eduardo J. Garcia
1101 Brickell Avenue, Suite 702 South Tower
Miami, Florida 33131

The undersigned has/have executed these Articles of Incorporation this 27 day of April, 1999.


Eduardo J. Garcia, as INCORPORATOR

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


Eduardo J. Garcia, as REGISTERED AGENT

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