

P99000045788

Miami, May 12, 1999

Division of Corporations
P.O Box 6327
Tallahassee, Florida 32314

Attn: Secretary of State

Enclosed please find the original and one copy of the Articles of incorporation of Southern Lending , Corp. A check in the amount of \$70.00 also is included to cover the applicable fees.

Thank you

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-05/17/99-01116-003
*****70.00 *****70.00


German Llosa

FILED
99 MAY 19 AM 8:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OB
5/20/99

ARTICLES OF INCORPORATION OF

SOUTHERN LENDING, CORP

The undersigned incorporator hereby forms the following corporation under the laws of the state of Florida.

ARTICLE I NAME

The name of the corporation is, Southern Lending Corp, and its address is 13847 SW 109 Lane Miami Florida 33186.

ARTICLE II PURPOSE

This corporation is organized to engage in any and all lawful business activity permitted under the laws of the State of Florida.

ARTICLE III CAPITAL AND STOCK

The maximum number of shares of stock which this corporation is authorized to issue is one hundred (100) shares with no par value. Said shares of stock may be issued only for a consideration having a fair value as many are determined by the Board of Directors.

ARTICLE IV TERMS OF EXISTENCE

This corporation it to exist perpetually from the date these Articles are filled with the Department of State, subject to the laws of the State of Florida.

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ARTICLE V
REGISTERED AGENT AND OFFICE

The initial Registered Agent and the street address of the initial registered office of this corporation shall be: German Llosa 13847 SW 109 Lane, Miami Florida 33186

ARTICLE VI
DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be changed from time to time in accordance with the by-laws adopted by the directors, but the number shall never be less than one (1). The name and street address of the initial director is:

German Llosa
13847 SW 109 Lane
Miami, Florida 33186

ARTICLE VII
INCORPORATORS

The name and address of the incorporator is:

German Llosa
13847 SW 109 Lane
Miami, Florida 33186

ARTICLE VIII
PRE-EMPTIVE RIGHTS

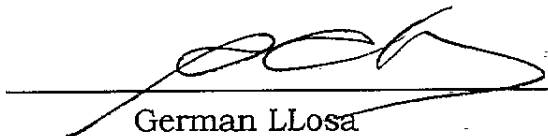
Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which already holds, shall have the right to purchase his prorated share thereof (as nearly as many be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE IX
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 stockholder's

meeting by at least majority of the stock entitled to vote, unless of the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

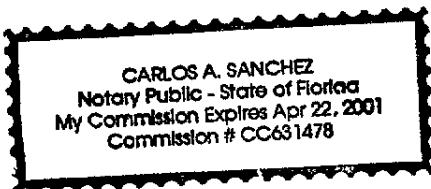
IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and seal this...12.....day of...May.....of 1999

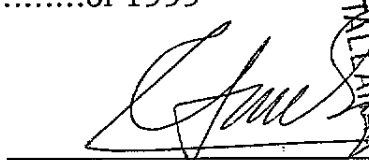

German Llosa

STATE OF FLORIDA)
COUNTY OF DADE)

I HEREBY CERTIFY on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgement, personally appeared German Llosa to me know to be the person described in and who execute the foregoing instrument and acknowledged before me that execute the same

WITNESS my hand and official seal in the County and State last aforesaid this...12.....day of...May.....of 1999

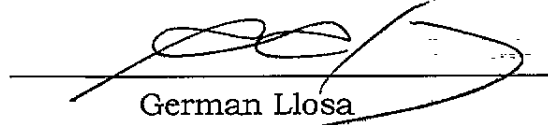



Notary Public At Large
State of Florida
FILED
99 MAY 19 AM 8:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

My Commission Expires

Acceptance by Registered Agent

Having been named to accept service of process for the above named corporation, at the designed in these Articles, I hereby accept this appointment and degree to comply with the provision of Chapter 48.091, Florida Statutes, relative to keeping open said office.


German Llosa