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July 1, 1999

Office of the Secretary of State
Corporations Division
P.O. Box 6327
Tallahassee, Florida 32314

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07/06/99--01083--003
*****78.75 *****78.75

Re: **Truth in Lending Corp.**
Our File No. 8553

Dear Sir or Madam:

Enclosed please find original and one copy of Articles of Incorporation for the referenced corporation, along with my check in the amount of \$78.75.

Please file the Articles and return to the undersigned the Certificate of Incorporation and one certified copy.

Very truly yours,



MARK R. RUBIN

MRR/ssk

Enclosures (stated)

FILED
99 JUL -6 PM 2:51
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
FOR
Truth in Lending Corp.**

The undersigned, desiring to form a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liabilities, rights and privileges and immunities of corporations for profit, certifies that:

ARTICLE I.

The name of the corporation is: **Truth in Lending Corp.**

The mailing address shall be: 12386 S.W. 82nd Avenue
Miami, FL 33156

ARTICLE II.

This corporation is organized to carry on and engage in any activity or business permitted under the laws of the United States of America or the State of Florida.

ARTICLE III.

This corporation is authorized to issue 1000 shares of \$1.00 par value common stock.

ARTICLE IV.

The street address of the initial principal office of this corporation is:

12386 S.W. 82nd Avenue
Miami, FL 33156

The name of the initial registered agent of this corporation is:

CARLOS ROBLES, 12386 S.W. 82nd Avenue, Miami, FL 33156

ARTICLE V.

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one (1). The name and address of the initial directors of this corporation are:

CARLOS ROBLES
12386 S.W. 82nd Avenue
Miami, FL 33156

DAVID R.G. SMITH
8020 S.W. 148th Drive
Miami, FL 33158

FILED
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

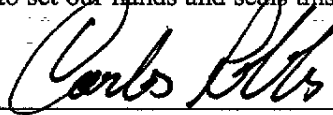
ARTICLE VI.

The names and addresses of the persons who are the incorporators signing these Articles are:


CARLOS ROBLES
12386 S.W. 82nd Avenue
Miami, FL 33156

DAVID R.G. SMITH
8020 S.W. 148th Drive
Miami, FL 33158

IN WITNESS WHEREOF, We have hereunto set our hands and seals this 30 day of June, 1999.



CARLOS ROBLES



DAVID R.G. SMITH

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

BEFORE ME, the undersigned authority, personally appeared, CARLOS ROBLES and DAVID R.G. SMITH, who, (personally known to me) or (who have produced _____ as identification and who did take an oath), the persons described in and who executed and subscribed to the above Articles of Incorporation, and that they acknowledged before me that they executed the same and subscribed to the same for the purposes therein expressed.

Sworn to and subscribed before me, this 30 day of June, 1999.



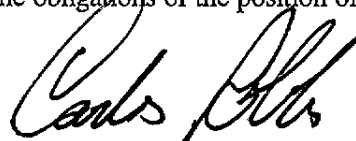
SARA LYNN GEORGE
My Commission CC570252
Expires Jul. 17, 2000


Notary Public

Print Name

My Commission Expires:

I, CARLOS ROBLES, having been designated as the Registered Agent in the above and foregoing articles, and am familiar with and accepts the obligations of the position of registered agent.



CARLOS ROBLES