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FLORIDA PROFIT CORPORATION OR P.A.

A-1 SECURITY TRUST FUNDING CORPORATION

Certificate of Status	0
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DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION

OF

A-1 SECURITY TRUST FUNDING CORPORATION
A Florida Business Corporation

THE UNDERSIGNED incorporator, for purposes of forming a Florida corporation under the Florida Business Corporation Act, Florida Statutes, Chapter 607, hereby adopts the following Articles of Incorporation:

ARTICLE I
NAME

The name of the corporation is: **A-1 SECURITY TRUST FUNDING CORPORATION** (the "Corporation").

ARTICLE II
EXISTENCE OF CORPORATION

The corporate existence of the Corporation shall commence on the date of filing of these Articles of Incorporation, and the Corporation shall exist perpetually, unless sooner terminated in accordance with the laws of the State of Florida.

ARTICLE III
PRINCIPAL OFFICE

The principal office address and mailing address of the Corporation shall be 2250 N.E. 123rd Street, North Miami, Florida 33181.

ARTICLE IV
STOCK

The Corporation is authorized to issue 10,000 shares of common stock, par value \$.01 per share.

ARTICLE V
INITIAL REGISTERED AGENT AND OFFICE

The street address of the Corporation's initial registered office is 103 N. Meridian Street, Lower Level, Tallahassee, FL 32301, and the name of its initial registered agent at such address is CorpDirect Agents.

Prepared by:
Joseph Zamparo, Esq.
McDermott, Will & Emery
201 South Biscayne Boulevard
22nd Floor
Miami, FL 33131
Tel. (305) 347-6526
Florida Bar No. 0056091

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ARTICLE VI
INCORPORATOR

The name and address of the incorporator is Joseph I. Zumpano, Esq. at McDermott, Will & Emery, 201 S. Biscayne Blvd., 22nd Floor, Miami, Florida 33131.

ARTICLE VII
INITIAL DIRECTORS

The Corporation shall have two (2) directors initially and the number of directors may be increased or decreased from time to time as provided by the Bylaws, but shall never be less than one (1).

ARTICLE VIII
BOARD OF DIRECTORS

The names and addresses of the initial directors who shall hold office until the earlier of their resignation, removal or replacement are:

Robert Ludwig, Jr.	2250 N.E. 123rd Street North Miami, Florida 33181
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Robert Ludwig, III	2250 N.E. 123rd Street North Miami, Florida 33181
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ARTICLE IX
PURPOSE

The Corporation, through its officers and employees, shall be authorized to perform any activity permissible by law.

ARTICLE X
FLORIDA BUSINESS CORPORATION ACT

The Corporation is intended to be a corporation within the meaning of the Florida Business Corporation Act (the "Act"), and accordingly, the Corporation and its officers, directors and shareholders, shall be subject to all of the provisions of said Act.

ARTICLE XI
INDEMNIFICATION

Every person who now is or hereafter shall be a director or officer of the Corporation shall be indemnified by the Corporation to the fullest extent now or hereafter permitted by law.

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ARTICLE XII
BYLAWS

The Bylaws of the Corporation shall be initially adopted by the initial Board of Directors. Thereafter, any article or section of the Bylaws may be adopted, amended or repealed pursuant to the terms of the Bylaws.

ARTICLE XIII
AMENDMENTS TO ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended pursuant to the terms of the Bylaws.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, this ____ day of August, 1999.



Joseph I. Zumpano, Esq.,
Incorporator

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**ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT**

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.

CORPDIRECT AGENTS

By: Cynthia A. Hicks
Print Name: Cynthia A. Hicks
Its: Agent for CorpDirect Agents

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