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KRAUSE & BAXTER

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KENNETH D. BAXTER, ESQ.
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November 20, 2001

VIA FEDERAL EXPRESS

Secretary of State of Florida
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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-11/21/01--01095--003
*****78.75 *****78.75

RE: New Corporation; **PERFORMANCE LOAN SERVICES, CORP.**

Gentlemen:

I enclose herewith two original fully executed articles of incorporation for **PERFORMANCE LOAN SERVICES, CORP.** together with my firm's check in the amount of \$78.75.

Please file the Articles of Incorporation and return to me a stamped copy.

Should you have any questions or problems please do not hesitate to contact me.

Very truly yours,

Kenneth D. Baxter

KDB/mf

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01 NOV 21 AM 11:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF
PERFORMANCE LOAN SERVICES, CORP.

ARTICLE I

The name of the corporation is PERFORMANCE LOAN SERVICES, CORP., having its principal office located at: 885 Oleander Drive, Plantation, Florida 33317

ARTICLE II

The corporation may engage in or transact any and all activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

The corporation is authorized to issue and have outstanding at any one time an aggregate of One Thousand (1,000) shares of one class of common stock having a par value of One Dollar (\$1.00) per share. The consideration to be paid for each share shall be fixed by the Board of Directors.

ARTICLE IV


There shall be no preemptive rights accruing to the shareholders.

ARTICLE V

The corporation's initial Registered Agent and Registered Office in the State of Florida are:

REGISTERED AGENT: Phillip R. Lee
REGISTERED OFFICE: 885 Oleander Drive
Plantation, Florida 33317

Having been named initial Registered Agent to accept service of process for the corporation at the initial registered office designated herein, I hereby accept such status and consent to act in the capacity and agree to comply with all the requirements of law pertaining thereto.


REGISTERED AGENT: Phillip R. Lee

ARTICLE VI

The number of Directors constituting the initial Board of Directors of the Corporation is two.

ARTICLE VII

The name and address of the members of the initial Board of Directors is:

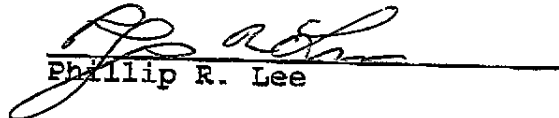
Phillip R. Lee
885 Oleander Drive
Plantation, Florida 33317

Idis O.E. Lee
885 Oleander Drive
Plantation, Florida 33317

ARTICLE VIII

The name and address of the Incorporator of these Articles of Incorporation is:

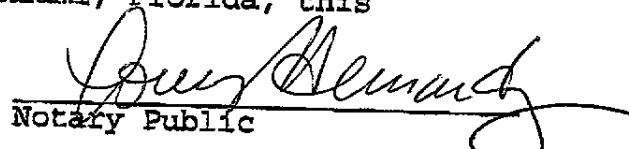
Phillip R. Lee
885 Oleander Drive
Plantation, Florida 33317


Phillip R. Lee

STATE OF FLORIDA :
COUNTY OF MIAMI-DADE:

BEFORE ME, the undersigned authority, personally appeared Phillip R. Lee, who [] presented _____ as identification or who [X] is personally known and who stated that he was the person described in and who executed the foregoing Articles of Incorporation and he acknowledged before me that he signed same for the purposes therein expressed.

WITNESS my hand and official seal at Miami, Florida, this 8th day of November, 2001.


Notary Public

