

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P970000 98479

mortgagesmart, Inc

EFFECTIVE DATE

11-14-97

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-11/19/97--01005--009
*****70.00 *****70.00

- Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- _____ Cert. Copy _____
- Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC H Search _____
- _____ UCC Retrieval _____
- _____ Courier _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV 19 AM 10:22

Signature _____

Requested by: LS 11/19 8:42

Name _____ Date _____ Time _____

Walk-In _____ Will Pick Up _____

RECEIVED
NOV 19 AM 8:55
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RP
11-19-97

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**ARTICLES OF INCORPORATION
OF
MORTGAGESMART, INC.**

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is MORTGAGESMART, INC.

ARTICLE II

The existence of the Corporation shall begin on November 14, 1997.

ARTICLE III

EFFECTIVE DATE

11-14-97

The street address of the principal office of the Corporation is:
8541 S.W. 27th Place, Davie FL 33328.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 100,
all of which shall be Common Shares.

ARTICLE V

The initial street address of the Corporation's registered office is 8541 S.W.
27th Place, Davie FL 33328 and the initial registered agent for the
Corporation at that address is Danielle G. Zuckerman.

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ARTICLE VI

The initial board of directors shall consist of one member, and the name and address of the person who will serve on the initial board of directors is
Danielle G. Zuckerman.

ARTICLE VII

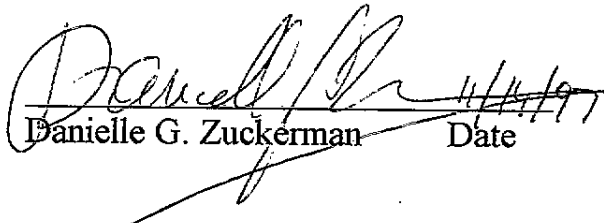
The name and address of the person signing these articles of incorporation is
Danielle G. Zuckerman, 8541 S.W. 27th Place, Davie FL 33328.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 14 day of November, 1997.


Danielle G. Zuckerman

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for MORTGAGESMART, INC. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).


Danielle G. Zuckerman 11/14/97
Date