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COSTON, LICHTMAN & JOBLOVE

Practicing in Florida as
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April 17, 1997

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OFFICES LOCATED IN:
CHICAGO
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Via Federal Express

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

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-04/18/97--01068--004
*****70.00 *****70.00

Re: **Express Mortgage Network, Inc.**

Dear Sir/Madam:

Enclosed are the Articles of Incorporation of Express Mortgage Network, Inc. and a check in the amount of \$70.00 for filing same. Please forward a letter of acknowledgment and "file stamped" copy of the Articles of Incorporation in the self addressed stamped envelope enclosed for your convenience.

Very truly yours,


Phillip M. Brazlavsky

FILED
Enclosures
97 APR 18 AM 8:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
SAMFELL.LDS

mc 4/21/97

**ARTICLES OF INCORPORATION
OF
EXPRESS MORTGAGE NETWORK, INC.**

FILED
97 APR 18 AM 8:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is Express Mortgage Network, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is:

8211 W. Broward Boulevard, Suite 310
Plantation, Florida 33324

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of \$1.00 par value common stock which shall be designated as common shares and which shall only be issued to Samuel Fellus unless otherwise authorized in writing by him.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 8211 W. Broward Boulevard, Suite 310, Plantation, Florida 33324, and the name of the initial registered agent of this corporation is Michael D. Joblove, Esq.

ARTICLE VI - INITIAL BOARD OF DIRECTORS AND OFFICERS

The Corporation shall initially have one (1) Director and a President to hold office until the first annual meeting of stockholders and until a successor(s) has been duly elected and qualified, or until an earlier resignation, removal from office or death. The number of Directors may be either increased or decreased from time to time in accordance with the By-laws of the Corporation. The name and corporate address of the initial Director and President is:

Samuel Fellus
8211 W. Broward Boulevard, Suite 310
Plantation, Florida 33324

ARTICLE VII - INCORPORATOR

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

Coston, Lichtman & Joblove
8211 W. Broward Boulevard, Suite 310
Plantation, Florida 33324

ARTICLE VIII - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE X - AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has
executed these Articles of Incorporation on the date of signing.

Dated:

4/17/97

Coston, Lichtman & Joblove

A handwritten signature in dark ink, appearing to read "Phillip M. Brazlavsky", written over a horizontal line.

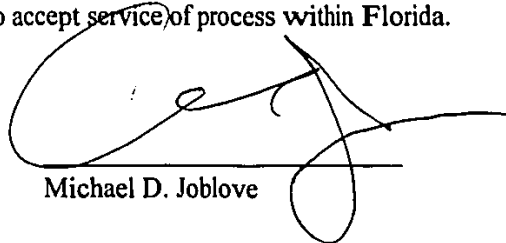
By Phillip M. Brazlavsky, Esq.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

In compliance with Section 607.0501, Florida Statutes, the following is submitted:

First, that Express Mortgage Network, Inc., desiring to organize or qualify under the laws of the State of Florida, has named Michael D. Joblove, an individual with his business address at 8211 W. Broward Boulevard, Suite 310, Plantation, Florida 33324, and a full time Florida resident and citizen, as its agent to accept service of process within Florida.

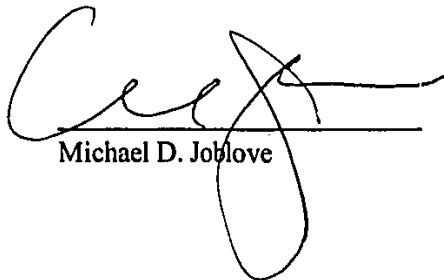
Dated: 4/17/97



Michael D. Joblove

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity. I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: 4/17/97



Michael D. Joblove

s/samfell.art

FILED
97 APR 18 AM 8:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA