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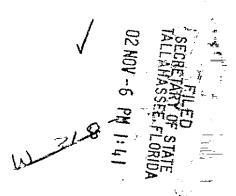
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ACCOUNT NO. : 072100000032

REFERENCE: 809651 11812A

AUTHORIZATION:

COST LIMIT : \$ 70.00

ORDER DATE: November 6, 2002

ORDER TIME : 10:48 AM

ORDER NO. : 809651-005

CUSTOMER NO: 11812A

CUSTOMER: Lorri Wilson, Legal Assistant

Walker And Tudhope, P.a.

Suite 216

235 Maitland Avenue South

Maitland, FL 32751

~_____

DOMESTIC FILING

NAME: M&A, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Angie Glisar - EXT. 1124

EXAMINER'S INITIALS:



FLORIDA DEPARTMENT OF STATE Jim Smith Secretary of State

November 6, 2002

CSC

SUBJECT: M&A. INC.

Ref. Number: W02000031871

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We have received your document for M&A, INC. and your check(s) totaling \$. & However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6904.

Freida Chesser Corporate Specialist New Filings Section

Letter Number: 202A00060722



ARTICLES OF INCORPORATION OF

MINAH, INC.

The undersigned, acting as incorporator of a corporation under the non-profit Corporation Act of the State of Florida, adopts the following articles of incorporation.

ARTICLE I - NAME

The name of the corporation is MINAH, INC.

ARTICLE II - EXISTENCE AND DURATION

Existence of the corporation shall commence with the filing of these Articles of Incorporation with the Secretary of State, Tallahassee, Florida. The corporation shall exist in perpetuity.

ARTICLE III - PURPOSES AND POWERS

The purposes for which the corporation is organized are:

To provide for an affordable housing program and down payment assistance programs to qualified, low and moderate income persons throughout the United States of America.

ARTICLE IV - REGISTERED OFFICE

The initial registered office of the corporation shall 4521 Three Lake Circle, Orlando, Florida 32808.

ARTICLE V - REGISTERED AGENT

The initial registered agent, and his address is Mohame, Mohamed, 4521 Three Lake Circle, Orlando, Florida 32808.

ARTICLE VI - MINIMUM NUMBER OF DIRECTORS AND ELECTIONS

The initial board of directors shall consist of at least three members.

The names and addresses of the persons who shall serve as directors until the first annual meeting of the board of directors, or until their successors shall have been elected and qualified, are as follows:

Mohamed Mohamed, 4521 Three Lake Circle, Orlando, Florida 32808 Fatima Abdelnour, 4521 Three Lake Circle, Orlando, Florida 32808 Nahed Abdelnour, 4521 Three Lake Circle, Orlando, Florida 32808 The method of election of directors shall be as stated in the By Laws of the Corporation.

ARTICLE VII - OFFICERS

The affairs of the corporation shall be administered by the following Officers, who shall serve at the pleasure of the Board of Directors. The names and addresses of the Officers who shall serve until the first election of Officers are as follows:

Mohamed Mohamed, 4521 Three Lake Circle, Orlando, Florida 32808 President and Secretary

Fatima Abdelnour, 4521 Three Lake Circle, Orlando, Florida 32808 Treasurer

Nahed Abdelnour, 4521 Three Lake Circle, Orlando, Florida 32808 Vice President

ARTICLE VIII - INCORPORATOR

The name and address of the initial incorporator is as follows:

Mohamed Mohamed, 4521 Three Lake Circle, Orlando, Florida 32808

ARTICLE IX - BY-LAWS

The By-laws of the corporation shall be adopted by the initial Board of Directors. The By-laws may be amended only in accordance with the provisions of such By-laws to be adopted by the initial Board of Directors, and only in accordance with Florida law.

ARTICLE X - AMENDMENTS TO ARTICLES

These Articles may be amended in the manner provided for under Florida Law and the By-laws of the corporation.

Before me, the undersigned notary public, the foregoing instrument was sworn to, acknowledged and subscribed to before me this 1 day of November, 2002, by Mohamed Mohamed, who did take an oath.

Check One:

He/she is personally known to me; or He/she has produced Alivois Logosa

as identification.

Alicia B Walmer

My Commission CC888685

Expires November 16 2003

ARY PUBLICIA B. WALMER

(typed-printed or stamped name of Notary)
My Commission Expires:

CERTIFICATE DESIGNATING REGISTERED AGENT FOR THE SERVICE OF PROCESS IN THIS STATE

The following is submitted in compliance with laws of the state of Florida:

MINAH INC., a not-for-profit corporation organizing under the laws of the State of Florida with its principal office located at 4521 Three Lake Circle, Orlando, Florida 32808, hereby designates Mohamed Mohamed, 4521 Three Lake Circle, Orlando, Florida 32808, as its agent at that address to accept service of process within this state.

ACCEPTANCE

I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to put my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.

Mohamed Mohamed

STATE OF FLORIDA COUNTY OF ORANGE

BEFORE ME, the undersigned authority, this day personally of appeared Mohamed Mohamed, who, after being duly sworn, deposes and says that the facts and matters contained above are true renders correct and that he has executed the same for the purpose expressed therein.

WITNESS my hand and official seal in the County and State last aforesaid this // day of November, 2002.

(SEAL)

Notary Public State of Flor, DA My Commissiph, Expir

SALICIE B. WALMER

Alicia B Walmer

My Commission CC888685

Expires November 16, 2003