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TALLAHASSEE FLORIDA

FLORIDA NON-PROFIT CORPORATION

florida residential credit association, inc.

Certificate of Status	0
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Articles of Incorporation of Florida Residential Credit Association, Inc.
a Florida Not For Profit Corporation

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TALLAHASSEE FLORIDA

The undersigned persons, acting as incorporators of a corporation not for profit under the Florida Not For Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, adopt the following Articles of Incorporation for such corporation:

Article I

The name of the corporation is Florida Residential Credit Association, Inc.

Article II

The corporation shall have perpetual duration unless dissolved according to law.

Article III

The corporation is a not for profit corporation under chapter 617 of the Florida Statutes. The corporation is not formed for pecuniary profit. No part of the income or the assets of the corporation is distributable to or for the benefit of the officers, except to the extent permissible under these articles by law.

The purpose for which the corporation is organized to educate and promote real estate and mortgage services throughout South Florida's Hispanic community.

Article IV

The corporation is organized upon a nonstock basis as defined in Section 617.011 of the Florida Statutes. The corporation shall have a membership distinct from the board of directors. The authorized number and qualifications of the members of the corporation, the manner of their admission, the different classes of membership, if any, the property, voting, and other rights and privileges of members, and their liability for dues and assessments and the method of collection thereof, shall be as regulated in the bylaws.

Article V

The street address of the principal office of the corporation is, 1225 E. 124th Street, North Miami, FL 33161, County of Dade, and State of Florida. The name of its initial registered agent at such address is Nestor Robles.

Article VI

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a board of directors. The number of directors of the corporation shall be three;

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provided, however, that such number may be changed by a bylaw duly adopted pursuant to the bylaws of this corporation.

The directors named herein as the first board of directors shall hold office until the first meeting of members, to be held on January 2, 2003, at 1:00 p.m., at 1225 E. 124th Street, North Miami, Fl 33161, County of Dade, State of Florida at which time an election of directors shall be held.

Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of one year until the second annual meeting of members following the election of directors and until the qualification of the successors in office. Annual meetings shall be held at 1:00 p.m., on the first Monday in January of each year at the principal office of the corporation, or at such other place or places as the board of directors may designate from time to time by resolution.

Any action required or permitted to be taken by the board of directors under any provision of law may be taken without a meeting, if all the members of the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law that relates to action so taken shall state that the action was taken by unanimous written consent of the board of directors without a meeting and that the articles of incorporation of this corporation authorize the directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and residential addresses of the persons who are to serve as the initial directors are:

Name	Residential Address
NESTOR ROBLES	1225 E. 124 th Street North Miami, Fl 33161
RAFAEL ROBLES	1770 79 th Street Causeway N. Bay Village, Fl 33141
VIOLETA GAUTREAUX	1770 79 th Street Causeway N. Bay Village, Fl 33141

Article VII

The name and address of each incorporator are:

Name	Address
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NESTOR ROBLES

1225 E. 124th Street
North Miami, FL 33161

Article VIII

The board of directors shall elect the following officers: President, Vice President, Treasurer, and Secretary, and such other officers as the bylaws of this corporation may authorize the directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the board of directors. Until such election is held, the following persons shall serve as corporate officers:

Name

Address

NESTOR ROBLES
President/Treasurer

1225 E. 124th Street
North Miami, FL 33161

RAFABL ROBLES
Vice-President

1770 79th Street Causeway
N. Bay Village, FL 33141

VIOLETA GAUTREAUX
Secretary

1770 79th Street Causeway
N. Bay Village, FL 33141

Article IX

Subject to the limitations contained in the bylaws and any limitations set forth in the Not For Profit Corporation Act of Florida described above, concerning corporate action that must be authorized or approved by the members of the corporation, the bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the board of directors or by following the procedure set forth therefor in the bylaws.

Article X

The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual.

Article XI

Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a not for profit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

Article XII

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors and presented to a quorum of members for their vote. Amendments may be adopted by a vote of two-thirds of a quorum of members of the corporation.

We, the undersigned, being the incorporators of this corporation, for the purpose of forming this not for profit charitable corporation under the Laws of Florida, have executed these articles of incorporation on November 1, 2002.

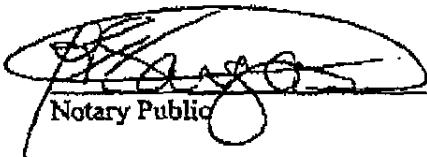


Nestor Robles, Incorporator

STATE OF FLORIDA)
) S.S.
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgements, that Nestor Robles, who is personally known to me/~~who presented the following identification~~ and who executed the foregoing instrument and he acknowledged before me that he executed the same.

WITNESS my hand and seal at, Broward County, Florida this 1 day of Nov., 2002.



Notary Public



L. F. Vargas
Commission # 00112908
Expires April 29, 2006
Bonded Thru
Atlantic Bonding Co., Inc.

My Commission Expires

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

FIRST: That Florida Residential Credit Association, Inc. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Miami, State of Florida, has named Nestor Robles as its Agent to accept service of process within Florida.

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, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



Nestor Robles

Date:

11/1/02

TOTAL P.07

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is Florida Residential Credit Association, Inc.
2. The name and address of the registered agent and office is:

NESTOR ROBLES

1225 E. 124th Street
North Miami, FL 33161


Nestor Robles

Date: 11/1/02

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TALLAHASSEE FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Nestor Robles

Date: 11/1/02

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