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LAWRENCE J. MARKELL

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Boca Raton, FL 33433

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FILED

00 JAN 27 PM 5:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Also admitted in Massachusetts —

January 26, 2000

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

100003113171--6
-01/27/00--01085--007
*****78.75 *****78.75

Re: NATIONS HOME MORTGAGE CORP.

Dear Sir/Madam: —

Enclosed please find Articles of Incorporation of NATIONS HOME MORTGAGE CORP. to be filed. Also enclosed is a check number 7165 in the amount of \$78.75. Please return to us a certified copy.

Very truly yours,



Carmen L. Vargas, Assistant to
LAWRENCE J. MARKELL, ESQ.

clv/LJM
enclosures

D. BROWN FEB - 1 2000

ARTICLES OF INCORPORATION
OF
NATIONS HOME MORTGAGE CORP.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the law of the State of Florida.

ARTICLE ONE - NAME

The name of the corporation shall be: NATIONS HOME MORTGAGE CORP. The principal place of business of this corporation shall be: 6844 Queenferry Circle, Boca Raton, Florida 33496.

ARTICLE TWO - NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE THREE - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock without par value.

ARTICLE FOUR - ADDRESS AND REGISTERED AGENT

The street address of the initial registered office of the corporation shall be: 7200 W. Camino Real, Suite 301 Boca Raton, Florida 33433 and the name of the registered agent at that address is: Lawrence J. Markell.

ARTICLE FIVE - TERMS OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE SIX - DIRECTORS

This corporation shall have no less than one nor more than three directors as determined, from time to time, by the shareholders at the annual meeting of shareholders or a special meeting of shareholders called for that purpose.

ARTICLE SEVEN - OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

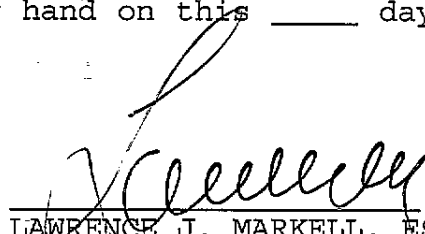
FRANK MENNELLA: President, Treasurer and Director
6844 Queenferry Circle
Boca Raton, FL 33496

LUCILLE MENNELLA: Secretary
6844 Queenferry Circle
Boca Raton, FL 33496

ARTICLE EIGHT - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is: Lawrence J. Markell, 7200 West Camino Real, Suite 301, Boca Raton, Florida 33433.

IN WITNESS WHEREOF, for the purpose of forming this corporation, I, the undersigned, constituting the sole Incorporator, hereunto set my hand on this ____ day of January, 2000.


LAWRENCE J. MARKELL, ESQ.

I HEREBY ACCEPT MY DESIGNATION AS REGISTERED AGENT.

Lawrence J. Markell
LAWRENCE J. MARKELL, ESQ.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this
26th day of January, 2000, by Lawrence J. Markell, who is
personally known to me and who did take an oath.

Linda Woodall
Notary Public-State of Florida
Print Name: Linda Woodall

My commission expires: 11-24-02

