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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 922-4001

EFFECTIVE DATE
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From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

MAGIC MORTGAGE OF CENTRAL FLORIDA, INC.

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 8, 2000

FAS-T CORP

SUBJECT: MAGIC MORTGAGE OF CENTRAL FLORIDA, INC.
REF: W00000003465

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Angela Howell
Document Specialist

FAX Aud. #: H00000006064
Letter Number: 600A00006438

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EFFECTIVE DATE

02-05-00

ARTICLES OF INCORPORATION

OF

MAGIC MORTGAGE OF CENTRAL FLORIDA, INC.

THE undersigned subscribers of these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be MAGIC MORTGAGE OF CENTRAL FLORIDA, INC.
151 WEST SILVER STAR ROAD
OCOE, FL. 34761

ARTICLE II. DURATION

This corporation shall have perpetual existence, commencing February 5, 2000 or as soon thereafter as is permissible by law.

ARTICLE III. PURPOSE

This corporation is to engage in the brokerage of mortgages and any other lawful business and shall have all such powers granted to said corporation by the Statutes of the State of Florida.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 1000 shares of \$1.00 par value common stock.

ARTICLE V. VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common stock of the corporation.

ARTICLE VI. INCORPORATORS

The name and the address of the person signing these Articles of Incorporation is:

Carl Randall Freeman
151 West Silver Star Road
Ocoee, Florida 34761

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TALLAHASSEE, FLORIDA

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ARTICLE VII. RESTRICTIONS ON TRANSFER OF STOCK

This corporation is authorized to place restrictions upon any stock authorized or issued by this corporation and to enter into agreements with stockholders concerning any stock authorized or issued by this corporation in the following respects:

- (a). The transferability or assignment of such stock.
- (b). The preemptive rights of the corporation or other stockholders to purchase such stock as a condition precedent to its issue, transfer, or assignment.
- (c). The redemption or purchase of such stock by the corporation.
- (d). The sale, pledge, and involuntary transfer of such stock.

**ARTICLE VIII. INITIAL REGISTERED
OFFICE, REGISTERED AGENT, AND RESIDENT AGENT**

The street address of the initial Registered Office of this corporation is 151 West Silver Star Road, Ocoee, Florida 34761. The name and address of the initial Registered Agent and Resident Agent of this corporation is Carl Randall Freeman, 151 West Silver Star Road, Ocoee, Florida.

ARTICLE IX. INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director of this corporation is:

Carl Randall Freeman
151 West Silver Star Road
Ocoee, Florida 34761

ARTICLE X. INDEMNIFICATION

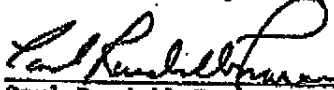
This corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

ARTICLE XI. AMENDMENT

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

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IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 6th day of February, 2000.

 (SEAL)
Carl Randall Freeman

A C C E P T A N C E

I HEREBY ACCEPT the appointment to act in the capacity of Registered Agent and Resident Agent and agree to comply with the provisions of the laws of the State of Florida relative to keeping said offices open.

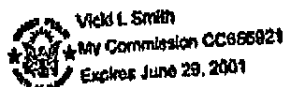
 (SEAL)
Carl Randall Freeman

STATE OF FLORIDA)
) ss:
COUNTY OF ORANGE)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared CARL RANDALL FREEMAN, known to me and known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged to and before me that he executed the foregoing Articles for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the State and County aforesaid this 7th day of February, 2000.

 (SEAL)
NOTARY PUBLIC
My Commission Expires: 6-29-2001



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