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ACCOUNT NO. : 072100000032

REFERENCE : 675914 6179A

AUTHORIZATION :

*Patricia Pajito*

COST LIMIT : \$ 78.75

ORDER DATE : April 26, 2000

ORDER TIME : 11:18 AM

ORDER NO. : 675914-005

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CUSTOMER NO: 6179A

CUSTOMER: Henry Handler, Esq  
WEISS & HANDLER, P.A.  
WEISS & HANDLER, P.A.  
Suite 218 A  
2255 Glades Road  
Boca Raton, FL 33431-7383

DOMESTIC FILING

NAME: JMH MORTGAGE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

EXAMINER'S INITIALS:

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

00 APR 26 PM 12:14

RECEIVED

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 APR 26 PM 3:27

**ARTICLES OF INCORPORATION  
OF  
JMH MORTGAGE, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

00 APR 26 PM 3: 27

**ARTICLE I. NAME**

The name of this corporation is **JMH MORTGAGE, INC.**

**ARTICLE II. DURATION**

This corporation shall have perpetual existence commencing upon the filing of these Articles.

**ARTICLE III. PURPOSE**

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

**ARTICLE IV. CAPITAL STOCK**

This corporation is authorized to issue 1000 shares of no par value common stock which shall be designated "Common Shares."

**ARTICLE V. PRE-EMPTIVE RIGHTS**

The shareholders of the corporation shall have no pre-emptive right to acquire unissued or treasury shares of the corporation.

**ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is Henry B. Handler, 2255 Glades Road, Suite 218A, Boca Raton, Florida 33431 and the name of the initial registered agent of this corporation at that address is Henry B. Handler. The principal office and registered office are identical.

**ARTICLE VII. INITIAL BOARD OF DIRECTORS**

This corporation shall have one Director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws. The names and addresses of the members of the initial Board of Directors of this corporation is:

| <b><u>NAME</u></b> | <b><u>ADDRESS</u></b>                                              |
|--------------------|--------------------------------------------------------------------|
| Joel Feinberg      | 4000 Hollywood Boulevard<br>Suite 220N<br>Hollywood, Florida 33021 |

**ARTICLE VIII. INCORPORATORS**

The name and address of the incorporator is:

**NAME**

Henry B. Handler

**ADDRESS**

2255 Glades Road  
Suite 218 A  
Boca Raton, Florida 33431

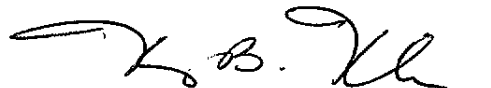
**ARTICLE IX. INDEMNIFICATION**

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

**ARTICLE X. AMENDMENT**

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 this 10th day of April, 2000.



Henry B. Handler

**ACCEPTANCE OF REGISTERED AGENT**

Having been named as registered agent for the above-stated corporation, I 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 and I accept the duties and obligations of Section 607.0505, Florida Statutes (1995).



Henry B. Handler  
Registered Agent

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DIVISION OF CORPORATIONS  
00 APR 26 PM 3:27