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Attorneys-at-Law

FILED  
00 MAY -1 AM 11:35

Stephen P. Coleman\*  
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SECRETARY OF STATE  
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April 28, 2000

Secretary of State  
409 E. Gaines Street  
Tallahassee, FL 32399  
Via overnight mail

500003233615--3  
-05/01/00-01137-022  
\*\*\*\*\*78.50 \*\*\*\*\*78.50

Re: Incorporation of Unisource Mortgage Corporation

Dear Sirs:

Please find enclosed the articles of incorporation for Unisource Mortgage Corporation, Inc. Kindly file them and forward to me the Certificate of Incorporation.

I have also enclosed a check in the amount of \$78.50 for payment of the filing fee. Thank you for your assistance.

Please call if you have any questions.

Sincerely,

  
STEVE COLEMAN

SC/  
encl.

But 5/2/00 ✓

ARTICLES OF INCORPORATION  
OF  
UNISOURCE MORTGAGE CORPORATION

FILED  
00 MAY -1 AM 11:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation is: UNISOURCE MORTGAGE CORPORATION.

ARTICLE II

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is ten thousand (10,000) shares of common stock having a par value of \$1.00 per share.

ARTICLE IV

This corporation shall have perpetual existence..

ARTICLE V

The Registered Agent and the street address of the principal office of this Corporation in the State of Florida shall be:

STEVE COLEMAN  
1245 Court Street  
Suite 104  
Clearwater, FL 33756

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI

This Corporation shall have one director(s) initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VII

The name of the initial director of this Corporation and her street addresses is:

STEVE COLEMAN  
1245 Court Street  
Suite 104  
Clearwater, FL 33756

The person named as initial director shall hold office for the first year of existence of this Corporation or until her successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII

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

STEVE COLEMAN  
1245 Court Street  
Suite 104  
Clearwater, FL 33756

ARTICLE IX

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has

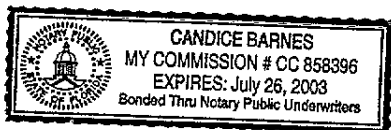
executed the foregoing Articles of Incorporation on the 28 day of April, 2000.

  
Incorporator

STATE OF FLORIDA

COUNTY OF PINELLAS

BEFORE ME, a Notary Public, personally appeared STEVE COLEMAN, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to these Articles of Incorporation on the 28 day of April, 2000.



(SEAL)

Candice Barnes  
Notary Public  
State of Florida at Large  
My commission expires:

FILED

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

00 MAY -1 AM 11:36

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of sections 607.0501 or 617.0501, 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:

UNISOURCE MORTGAGE CORPORATION.

2. The name and address of the registered agent and office is:

STEVE COLEMAN  
1245 Court Street  
Suite 104  
Clearwater, FL 33756

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.

SIGNATURE



DATE

4/28/00