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TRANSMITTAL LETTER

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P. O. BOX 6327
TALLAHASSEE, FLORIDA 32314

FLORIDA -MORTGAGES.NET, INC.

SUBJECT: FLORIDA -MORTGAGES.NET, INC.

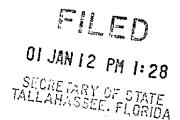
300003536353=-7 -01/12/01--01098--006 *****78.75 *****78.75

ENCLOSED IS AN ORIGINAL AND ONE (1) COPY OF THE ARTICLES OF INCORPORATION AND OUR CHECK FOR \$78.75

FROM: WILHELMINA I. LEMOS

613 BAYWOOD COURT

LAKE MARY, FLORIDA 32746



ARTICLES OF INCORPORATION

OF

FLORIDA -MORTGAGES.NET, INC.

THE UNDERSIGNED INCORPORATOR, FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT, HEREBY ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE I NAME

THE NAME OF THE CORPORATION SHALL BE: FLORIDA - MORTGAGES.NET, INC.

ARTICLE II PRINCIPAL OFFICE

THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THIS CORPORATION SHALL BE: 613 BAYWOOD COURT LAKE MARY, FLORIDA 32746

ARTICLE III SHARES

THE NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS: ONE HUNDRED (100).

ARTICLE IV DIRECTORS

THIS CORPORATION SHALL INITIALLY HAVE ONE (1) DIRECTOR:
WILHELMINA I. LEMOS
613 BAYWOOD COURT
LAKE MARY, FLORIDA 32746

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

THE NAME AND ADDRESS OF THE INITIAL REGISTERED AGENT IS:

WILHELMINA I. LEMOS 613 BAYWOOD COURT LAKE MARY, FLORIDA 32746

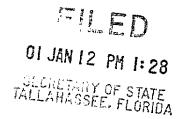
ARTICLE VI INCORPORATOR

THE NAME AND STREET ADDRESS OF THE INCORPORATOR TO THESE ARTICLES OF INCORPORATION IS:

WILHELMINA I. LEMOS 613 BAYWOOD COURT LAKE MARY, FLORIDA 32746

THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS January 4, 2001

WILHELMINA I. LEMOS



CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

PERSUANT 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: FLORIDA -MORTGAGES NET, INC.
- 2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:

WILHELMINA I. LEMOS 613 BAYWOOD COURT LAKE MARY, FLORIDA 32746

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.

WILHELMINA I. LEMOS

January 4, 2001