PONDO 2534/ TRANSMITTAL LETTER

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

200003798252---5 -03/05/01--01104--029 ******78.75 ******78.75

SUBJECT: Real Estate Funding Corp.

(Proposed corporate name - must include suffix)

Enclosed is an original for : \$70.00 Filing Fee	\$78.75 Filing Fee & Certificate	\$122.50 Filing Fee	\$131.25 Filing Fee, ertified Copy & Certificate	SECRETARY OF STATE TALLAHASSEE, FLORIDA	FILED 01 MAR -5 P
FROM:		T. Edgren (printed or typed)		OF STATI E, FLORII	D PM 1:20
	8710 B	racken wood.	Drive	>	
		do, FL 32829 by, State & Zip	9		
	(407) Ces	58-0640			

NOTE: Please provide the original and one copy of the articles.

Daytime Telephone number

The articles.

FILED

ARTICLES OF INCORPORATION

01 MAR -5 PM 1:20

SECRETARY OF STATE TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby admpt(s) the following Articles of Incorporation.

ARTICLE I NAME

The same of the corporation shall be:

Real Estate Funding USA, Inc.

ANTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

8710 Brackenwood Drive Orlando, FL sagge-

AKIKLE III SHAKES

The number of shares of stock that this corporation is authorized to have outstanding at any can time is:

1,000 (One Thousand)

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS.

The name and address of the initial registered agent is:

John T. Edgren 8710 Brackinwood Drive Orlando, F4 Sasag

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

John T. Edgren (President) 8710 Brackenwood Drive Orlando, FL-32829-

Richard Edgren (Vice President) 8710 Brackenwood Drive Orlando, FC-32829-

Jeanette Edgren (secretary/Treasurer) 8710 Brackenwood Drive Orlando, FL - 32829-

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

1st day of March, 19 2001.

(An additional article must be added if an effective date is requested.)

Signature

Richard Edgren
Signature

Jeanette Edgrensignature

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

FILED

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

01 MAR -5 PM 1:20

SECRETARY OF STATE TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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:	Real Estate Tunding USA, Inc				
2. The name and address of the regist	tered agent and office is:				
John	T. Edgren (Note)				
8710 Br (P.O. Bo	rackenwood Drive or Mail Drop Box NOT ACCEPTABLE)				
Orland	0, FL 32829 (CITY/STATE/ZIP)				
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.					
JL EL (SIGNATUR	3-1-01 (Date)				