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FILED

April 02, 2001

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

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-04/04/01--01025--004
*****87.50 *****87.50

To Whom It May Concern:

Enclosed are two copies (both original) of Articles of Incorporation for Cameo Financial Corporation for filing.


Also enclosed is my check in the amount of \$ 87.50 (eighty seven dollars and fifty cents) as follows:

1.	Filing Fee	\$ 35.00
2.	Designation of Registered Agent	\$ 35.00
3.	Certified Copy Fee	\$ 8.75
4.	Certificate of Status	\$ 8.75

TOTAL FEES	\$ 87.50
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Please mail a certified copy and certificate of status to me at 833 Mercado Avenue, Orlando, Florida, 32807. If you have any questions, please do not hesitate to contact me at (407) 482-8555.

Sincerely,


Ramon S. Cendana
833 Mercado Avenue
Orlando, Florida 32807

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ARTICLES OF INCORPORATION
OF
CAMEO FINANCIAL CORPORATION

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The undersigned hereby makes and subscribes to these Articles of Incorporation intending to form a corporation under the provisions of the Florida Statutes.

ARTICLE I:

The name of this Corporation is Cameo Financial Corporation.

ARTICLE II:

The initial principal place of business and mailing address of the Corporation is 833 Mercado Avenue, Orlando, Florida, 32807.

ARTICLE III:

The Corporation may engage in the general business of mortgage brokering or mortgage banking, to include brokering, buying, selling or placing of mortgages, or any other activities permitted under the laws of the United States or any State. While engaging in such activity or business, it may exercise all of the powers and privileges conferred by the Florida General Corporation Act as presently in effect and as it may be amended from time to time in the future.

ARTICLE IV:

The aggregated number of shares which the Corporation shall have the authority to issue shall be seven thousand (7,000) shares with one dollar (1.00) par value per share.

ARTICLE V:

The number of directors constituting the initial Board of Directors is one (1). The name and address of the initial director of this Corporation is: Ramon S. Cendana, 833 Mercado Avenue, Orlando, Florida, 32807. The initial director and those who may subsequently serve may, by resolution, fix the number constituting the Board of Directors and may also name the persons to fill vacancies on the Board of Directors created by an increase in the number of directors which occurs between annual meetings.

ARTICLE VI:

The name and address of the initial Registered Agent is Ramon S. Cendana, 833 Mercado Avenue, Orlando, Florida, 32807.

ARTICLE VII:

The name and address of the incorporator is Ramon S. Cendana, 833 Mercado Avenue, Orlando, Florida, 32807.

ARTICLE VIII:

This Corporation is to exist perpetually.

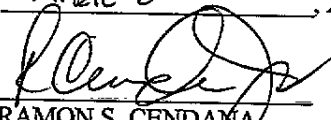
ARTICLE IX:

It is the intention of the Corporation to indemnify its officers, directors, employees, and agent to the extent permitted by Section 607.014, Florida Statutes.

ARTICLE X:

The Corporation, its shareholders, or any combination of the Corporation and its shareholders, may enter into agreements limiting or restricting free transfers of shares of its capital stock. Any such agreements will be valid and enforceable among the parties to such agreements will be valid and enforceable among the parties to such agreements, and when the existence of such agreement is noted on the face or on the back of certificates representing any such shares, such agreement will be binding and enforceable upon any transferee or successor of any party to such agreement.

DATED: April 2nd, 2001.


RAMON S. CENDANA

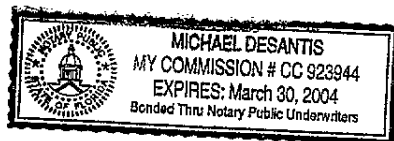
STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY, that on this day, before me, a Notary Public duly authorized to take acknowledgements, personally appeared RAMON S. CENDANA, to me known to be the person described in and who executed the foregoing Articles of Incorporation of Cameo Financial Corporation and he acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the county and state named above, this April 2nd, 2001.


Notary Public - State of Florida at Large

My Commission Expires: 3-30-04



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMINICLE FOR THE SERVICE OF
PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

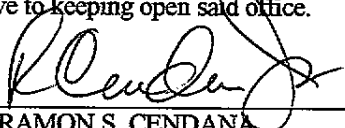
In pursuant of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with
said Act:

First, THAT CAMEO FINANCIAL CORPORATION, desiring to organize under the laws of the
State of Florida with its principal office, as indicated in the Articles of Incorporation at 833 Mercado
Avenue, Orlando, Florida, County of Orange, State of Florida, has named Ramon S. Cendana, located 833
Mercado Avenue, City of Orlando, County of Orange, Florida, as its agent to accept service of process
within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at place designed
in this certificate, I hereby accept to act in the capacity, and agree to comply with the provision of said Act
relative to keeping open said office.

By:


RAMON S. CENDANA

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