REGAL MORTGAGE CAPITAL CORPORATION 300 Sevilla Avenue

。Suite 305 Coral Gables, Florida 33134



April 5, 2001

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

> REGAL MORTGAGE CAPITAL CORPORATION RE: SUBJECT:

To Whom It May Concern:

Enclosed please find an original and one (1) copy of the Articles of Incorporation for the above corporation and a check in the amount of \$78.75 covering filing fees.

Kindly return a certified copy upon filing in the envelope enclosed for your convenience. Thank you in advance for your attention.

Sincerely,

ISABEL RODRIGUEZ-SAGUAR

IRS/agm

Enclosures

No Fed EX ISABEL RODRIG

ARTICLES OF INCORPORATION OF REGAL MORTGAGE CAPITAL CORPORATION

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

ARTICLE I - NAME

The name of the corporation shall be: REGAL MORTGAGE CAPITAL CORPORATION.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 300 Sevilla Avenue, Suite 305, Coral Gables, Florida 33134

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 100 shares at \$1.00 par value.

ARTICLE IV - INCORPORATOR(S)

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

ISABEL RODRIGUEZ-SAGUAR

881 Belle Meade Island Drive

Miami, Florida 33138

ARTICLE V - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is: ARTHUR B. CALVIN, 300 Sevilla Avenue, Suite 305, Coral Gables, Florida 33134

I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AS REGISTERED AGENT.

RTHUR B. CALVIN

President - ISABEL RODRIGUEZ- SAGUAR

STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared ISABEL RODRIGUEZ-SAGUAR, who produced a Florida Drivers License who executed the foregoing Articles of Incorporation and she acknowledged before me that she executed the same freely and voluntarily for the purpose therein expressed.

WITHISS my hand and official seal on this

day of

Fiorida

MY COMMISSION EXPIRES:

OFFICIAL NOTARY SEAL
ALICIA G MANRIQUE
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC688620
MY COMMISSION EXP. OCT. 14.2001.