0/000044297 SEELEY & KARATINOS, P.A.

3924 CENTRAL AVENUE St. Petersburg, FL 33711 FACSIMILE (727) 328-1608

Gregory B. Seeley Ted E. Karatinos

(727) 328-1500 (727) 328-1600

Of Counsel:

Nicholas E. Karatinos (727) 328-1650

April 19, 2001

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

100004044901--8 -04/23/01--01142--013 *****78.75 *****78.75

RE: BAY AREA MORTGAGE CORP.

To whom it may concern:

Enclosed please find the original and one copy of Articles of Incorporation for the above-referenced corporation, Acceptance by Registered Agent, along with a check made out in the amount of \$78.75 for your fee.

Please file the articles and return the Certificate and charter to me at the address on the letterhead of this letter. Should you have any questions, please contact me at that same address or the above telephone number.

Sincerely Yours,

Gregory B. Seeley Attorney for Incorporator

GBS/gh

Enclosures: (as stated above)

cc: File, Client



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

April 25, 2001

SEELEY & KARATINOS, P.A. ATTN: GREGORY B. SEELEY 3924 CENTRAL AVE ST. PETERSBURG, FL 33711

SUBJECT: BAY AREA MORTGAGE CORP.

Ref. Number: W01000009371

We have received your document for BAY AREA MORTGAGE CORP. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and street address must be consistent wherever it appears in your document.

You must list the corporation's principal office and/or a mailing address in the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

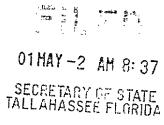
If you have any questions concerning the filing of your document, please call (850) 487-6928.

Tim Burch Document Specialist New Filing Section

Letter Number: 301A00024495

ARTICLES OF INCORPORATION

OF



BAY AREA MORTGAGE CORP.

The undersigned incorporator, a natural person and competent to contract for purposes of forming a corporation under the laws of the State of Florida, adopts the following Articles of Incorporation for said corporation.

ARTICLE I: NAME

The name of the Corporation shall be BAY AREA MORTGAGE CORP.

ARTICLE II: PURPOSE

The purpose for which this corporation is organized is to practice is for transacting any and all lawful business.

ARTICLE III: DURATION

This corporation shall have perpetual existence.

ARTICLE IV: CAPITAL STOCKS

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 1,000 shares with no par value.

ARTICLE V - PRINCIPAL OFFICE

The principal office address of the corporation in Florida is 243 - 32nd Street North, St. Petersburg, FL 33713.

ARTICLE VI: REGISTERED OFFICE AND REGISTERED AGENT

The initial Registered Office of the corporation in Florida is 4248 Fairfield Avenue South, St. Petersburg, Florida 33711. The initial Registered Agent of the corporation is Kenneth B. Williams at 4248 Fairfield Avenue South, St. Petersburg, Florida 33711.

ARTICLE VII: INCORPORATOR

The names and addresses of the Incorporator is:

President: Kenneth B. Williams, 243 - 32nd Street North, St. Petersburg, FL 33713; and

ARTICLE VIII: DIRECTORS

Corporate business shall be managed by the shareholders of the corporation, rather than by a board of directors.

IN WITNESS WHEREOF the Incorporators have hereunto set their hands on this 19th day of April, 2001.

Kenneth B. Williams

Incorporator

Kenneth B. Williams, who is either personally known to me or has produced a driver's license as identification, appeared and signed these Articles of Incorporation on this 1976 day of April, 2001.

Notary Public, State of Florida

My Commission Expires:



ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the designation and position of REGISTERED AGENT for BAY AREA MORTGAGE CORP. on this _______ day of _April, 2001.

WITNESSES:

Kenneth B. Williams Registered Agent

STATE OF FLORIDA

COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, personally appeared Kenneth B. Williams, to me well known to be the person described in and who executed the foregoing Articles of Incorporation as Registered Agent, and acknowledged before me that he executed same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal, this 2 day of

2001 ر

Notary Public, State of Florida

My Commission Expires:

