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(813) 653-0772



Department of State
Division of Corporations
Corporate Records Bureau
409 E. Gaines St.
Tallahassee, Florida 32399

June 25, 2001

Re: SUNSTATE MORTGAGE LENDING COMPANY

100004451931--1
-06/29/01--01068--008
*****70.00 *****70.00

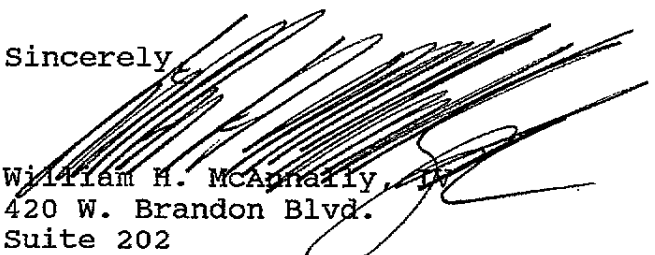
Dear Clerk,

Enclosed are an original and one copy of Articles of Incorporation for the above-named corporation. In addition, a check in the sum of \$70.00 is enclosed which represents the following fees:

Filing Fee	\$35.00
Registered agent fee	\$35.00

Please file the original of the enclosed Articles of Incorporation and return a non-certified copy to the undersigned.

Sincerely,


William H. McAnnally, IV
420 W. Brandon Blvd.
Suite 202
Brandon, FL 33511
(813) 653-0772

FILED
01 JUN 29 AM 10:09
SECRETARY OF STATE
TALLAHASSEE FLORIDA

D. WHITE JUL 5 - 2001 5v

ARTICLES OF INCORPORATION
OF
SUNSTATE MORTGAGE LENDING COMPANY

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I - NAME

The name of this corporation shall be: SUNSTATE MORTGAGE
LENDING COMPANY.

ARTICLE II - DURATION

The corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this corporation is to engage in any activity
or business permitted under the laws of the United States and the
State of Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this corporation is
authorized to have outstanding at any time is 1,000 shares of
common stock having a par value of \$1.00 per share.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation shall be:
420 W. Brandon Blvd., Suite 201, Brandon, FL 33511. The initial
Registered Agent of this corporation at such office, shall be
LARRY E. CUPPETT, who upon accepting this designation agrees to
comply with the provisions of Section 48.091, Florida Statutes, as

amended from time-to-time with respect to keeping an office open for service of process.

ARTICLE VI
PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this corporation shall be: 420 W. Brandon Blvd., Suite 204, Brandon, FL 33511.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one (1) members. The number of directors may be increased or decreased from time-to-time by vote of the Shareholders as set out in the By-Laws. The names and addresses of the initial Board are:

NAMES	ADDRESSES
SUSAN GRECO	420 W. Brandon Blvd. Suite 204 Brandon, FL 33511

ARTICLE VIII - INCORPORATOR

The names and addresses of the person(s) signing these Articles of Incorporation are:

NAME	ADDRESS
WILLIAM H. MCANNALLY, IV	420 W. Brandon Blvd. Suite 202 Brandon, FL 33511

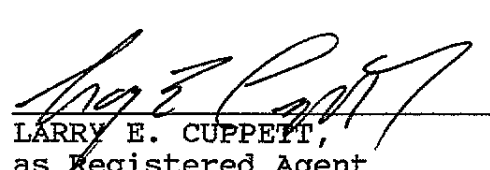
ARTICLE IX
AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation, this 25th day of June, 2001.




WILLIAM H. MCANNALLY, IV,
as Incorporator



LARRY E. CUPPETT,
as Registered Agent

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing Articles of Incorporation of SUNSTATE MORTGAGE LENDING COMPANY, was acknowledged before me this 25th day of June, 2001, by WILLIAM H. MCANNALLY, IV, as incorporator, who is personally known to me or who have produced a Florida driver's license, as identification and who did not take an oath.




(Signature of person taking acknowledgment)

(Printed Name of officer taking acknowledgment)
NOTARY PUBLIC
(Title or rank)

(Serial number, if any)

(SEAL)



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
REGISTERED OFFICE AND REGISTERED AGENT

Pursuant to applicable Florida Statutes, the following is
submitted:

That SUNSTATE MORTGAGE LENDING COMPANY, desiring to organize
under the laws of the State of Florida, with its Registered Office
as indicated in the ARTICLES OF INCORPORATION, at 420 W. Brandon
Blvd., Suite 201, Brandon, FL 33511, has named LARRY E. CUPPETT, as
its Registered Agent.

ACKNOWLEDGMENT

Having been named Registered Agent for the above-stated
corporation as designated in this Certificate, I hereby accept to
act in this capacity, and agree to comply with the provisions of
said Act relative to keeping open said office.


LARRY E. CUPPETT

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SECRETARY OF STATE
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