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BEVERLY WILLIAMS TAX AND BOOKKEEPING SERVICE

2419 Northwest 81st Terrace Miami, Florida 33147

Phone: 305-696-5161 Fax: 305-696-5198

Email: Taxnall@ AOL.COM.

Enrolled Agent

300004589103--0 -03/14/01--01073--019 *****393.75 ******78.75

September 10, 2001

Div. of Corp. Fla Dept. of State 409 E. Gaines St. Tallahassee, FL 32399

Gentlemen:

Re: INTERNATIONAL REAL ESTATE INVESTMENT NAD FINANCIAL SERVICES, INC. TURNER GROUP OF FLORIDA ENTERPRISES, INC. BREVARD COUNTY ASSOCIATION OF REAL ESTATE INVESTORS, INC. REFERRALS R US, INC. INTERNATIONAL MORTGAGE COUNSELORS, INC.

Enclosed are original and copy of Articles for the above corporations, as well as check for \$393.75.

Please forward a certified copy of same to the undersigned.

Very truly yours,

BÉVERLY WILLIAMS

ARTICLES OF INCORPORATION

OF

INTERNATIONAL MORTGAGE COUNSELORS, INC.

ARTICLE I CORPORATE NAME

01 SEP IN AM 9: 42
SECRETARY OF STATE
TALLAHASSEF FLORIUS

The name of the Corporation shall be INTERNATIONAL MORTGAGE COUNSELORS, INC., located at 120 Island View Dr., Melbourne, Fl 32937.

ARTICLE II NATURE OF CORPORATE BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

ARTICLE III CAPITAL STOCK

This corporation is authorized to issue a maximum of 500 shares of stock. The shares of stock authorized shall be common stock having a par value of \$1.00 per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

KIMBERLY TURNER 120 Island View Drive Melbourne, FL 32937

ARTICLE V INITIAL DIRECTORS

The name and post office address of each member of the first Board of Directors

<u>NAME</u> <u>ADD</u>RESS

is:

KIMBERLY TURNER 120 Island View Dr.

Melbourne, FL 32937

The members of the first Board of Directors may be altered from time to time by By-laws adopted by the Stockholders. However, the Corporation shall have no less than one (l) nor more than three (3) Directors at any time.

ARTICLE VI INCORPORATORS

The name and post office address of each Incorporator executing these Articles of Incorporation is as follows:

<u>INCORPORATOR</u> <u>ADDRESS</u>

KIMBERLY TURNER 120 Island View Dr.

Melbourne, FL 32937

ARTICLE VII COMMENCEMENT DATE

Corporate existence will commence immediately.

THE UNDERSIGNED Incorporators, for the purpose of forming a Corporation to do business within the State of Florida, do make and file these Articles of Incorporation, hereby declaring and acknowledging that the facts herein stated are true.

KIMBERLY TURWER

STATE OF FLORIDA COUNTY OF DADE

BE IT REMEMBERED that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared KIMBERLY TURNER, who is personally known or Ewho produced

as identification, described as Incorporator in the foregoing Articles of Incorporation, and she acknowledged before me that she executed said Articles of Incorporation.

WITNESS my hand and official seal at Miami Beach, said County and State this day of September, 200..

Notary Public

BEVERLY ANN WILLIAMS
MY COMMISSION # CC 930997
EXPIRES: August 22, 2004
Bonded Thru Notary Public Underwriters

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

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

First--That INTERNATIONAL MORTGAGE COUNSELORS, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at City of Miami, County of Dade, State of Florida has named KIMBERLY TURNER located at 120 Island View Dr., Melbourne, FL 32937, County of Brevard, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

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

Resident Agent

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SECRETARY G= STATE
TALLAHASSEF FI ORINA