

Chart Number Only

101000101562

Jones E. Tice Associates

Requestor's Name

16220 S.W. 280th Street

Address

Homestead, FL 33031

City

State

ZIP

Phone

(305) 247-8700

CORPORATION(S) NAME

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*****70.00 *****70.00

Mortgage Capital Lending, Inc.

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Empire Toll Free: 1-800-432-3028



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

October 17, 2001

EMPIRE

MIAMI, FL

SUBJECT: MORTGAGE CAPITAL LENDING, INC.
Ref. Number: W01000024014

We have received your document for MORTGAGE CAPITAL LENDING, INC.. However, the document has not been filed and is being returned for the following:

The effective date is not acceptable since it is not within five working days of the date of receipt.

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) 245-6934.

Loria Poole
Corporate Specialist
New Filings Section

Letter Number: 901A00057430

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DIVISION OF CORPORATION

ARTICLES OF INCORPORATION
OF
MORTGAGE CAPITAL LENDING, INC.

FILED
01 OCT 19 AM 11:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a Corporation under the laws of the State of Florida:

ARTICLE 1 – NAME

The name of the Corporation is MORTGAGE CAPITAL LENDING, INC.

ARTICLE 11 – DURATION

The corporation is to commence its corporate existence on the date of subscription and acknowledgement of these Articles of Incorporation and shall perpetually exist thereafter until dissolved sooner according to law.

ARTICLE 111 – PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business. The primary purpose of which is to be a mortgage lending brokerage company.

ARTICLE 1V – STATED CAPITAL

The corporation is authorized to issue 1000 shares of No Par value common stock

Each outstanding share, regardless of class, shall be entitled to one (1) vote on each matter submitted to a vote at a meeting of the stockholders.

The shares of stock may be issued for such consideration having a value not less than the par value of the shares issued therefore, as is determined from time to time by the Board of Directors, to be paid in whole or in part, in cash or other property, tangible

or intangible or in labor or in services actually performed for the corporation. Shares may not be issued until the full amount of the consideration therefor has been paid. Thereafter, such shares shall be deemed to be fully paid and nonassessable.

ARTICLE V- BOARD OF DIRECTORS

All Corporate powers shall be exercised by and under the authority of, And the business and affairs of the corporation shall be managed under the direction of the Board of Directors.

Any and all powers and duties conferred to or imposed upon the Board of Directors, by resolution of the stockholders adopted at a special meeting called for that purpose, may be exercised or performed to such extent and by such person or persons as shall be provided by the shareholders.

The Corporation shall have (3) directors initially, The number of Directors may thereafter be increased or decreased from time to time in accordance with the by-laws of the Corporation.

The names and street addresses of the initial Directors who shall hold office until Their successors, who shall be chosen at the first meeting of the stockholders, have qualified shall be:

NAME	ADDRESS
Thomas Lance Pound	3623 NW 36 th street Oklahoma City, Okla 73112
Treavor J.Pound	201 N. Krome Ave. Ste 2C Homestead, Florida 33030

ARTICLE V1 – INDEMNIFICATION

The corporation shall indemnify any present or former officer or director, or Person exercising powers and duties of a Director, to the full extent now or hereafter permitted by law.

ARTICLE V11 – BY LAWS

The power to adopt, alter, amend or repeal By Laws shall be vested in the Board of Directors and the Shareholders, but the Board of Directors may not alter, amend or repeal any By-Laws adopted by the stockholders if the stockholders provide that such By-Laws shall be altered, amended, or repealed by the Board of Directors

ARTICLE -V111 – AMENDMENT

The Corporation reserves the right to amend or appeal any provisions contained in these ARTICLES OF INCORPORATION, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE 1X – INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

Treavor J.Pound 201 N Krome Ave. Ste 2C, Homestead, Florida 33030

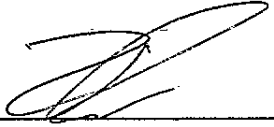
ARTICLE X – INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 201 N.Krome Ave, Ste 2C, Homestead, Florida 33030 and the name of the original registered agent of the Corporation at that address is Treavor J. Pound.

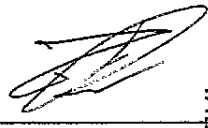
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

In compliance with Section 607.034, Florida Statute, the following is submitted:


First that MORTGAGE CAPITAL LENDING, INC desiring to organize or qualify under
the laws of the State of Florida, with its principal place of business at 201 N. Krome Ave.
Homestead , 33030, State of Florida, has named Treavor J. Pound of 201 N. Krome Ave.
Homestead, Florida as its agent to accept service service of process within the State of
Florida.

Signature 
Title : Incorporator
Date 10-18-01

Having been named to accept service of process for the above stated Corporation,
at the place designated in this certificate, I hereby agree to act in this capacity and I
further agree to comply with the provisions of all statutes relative to the proper and
complete performance of my duties.

Signature 
Resident Agent
Date 10-18-01

IN WITNESS WHEREOF, The undersigned, as incorporator, does hereby
execute these ARTICLES OF INCORPORATION this 18th Day of October 2001.

Signature 
Incorporator
Date 10-18-01

FILED
01 OCT 19 AM 11:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA