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Ginger L. Perusek, P.A.

- Attorney & Counselor at Law -
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Bradenton, Florida 34205-4954

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Admitted in Florida and Ohio

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
Fax (941) 748-6061

March 7, 2002

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*****78.75 *****78.75

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

RE: Allstate Home Mortgage

Dear Sir:

Enclosed is an original and one (1) copy of the Articles of Incorporation and Designation for Registered Agent for the new corporation for filing. Please find a firm check in the amount of \$78.75 for the filing of the enclosed Articles of Incorporation and Certificate for Designation of Registered Agent.

Please return stamped copies and the Certificate in the enclosed self-addressed, postage-paid envelope.

Thank you for your attention to this matter.

Sincerely,



Ginger L. Perusek

GLP/pdo
Enclosures
cc: Mr. David Schultz

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

AllState Home Mortgage, Inc.

The undersigned incorporator, for the purpose of forming a corporation under Florida Statute Chapter 607, hereby adopts the following Articles of Incorporation:

ARTICLE I

Name

The name of this corporation shall be AllState Home Mortgage, Inc.

ARTICLE II

ADDRESS OF THE PRINCIPLE OFFICE AND MAILING ADDRESS

The address of the principal place of business of this corporation shall be 5825 La Puerta Del Sol, Suite 366, St. Petersburg, Florida 33715. The mailing address of this corporation shall be 5825 La Puerta Del Sol, Suite 366, St. Petersburg, Florida 33715.

ARTICLE III

Term of Existence

This corporation shall have perpetual existence, commencing as of upon filing of these Articles of Incorporation with the Secretary of State of the State of Florida.

ARTICLE IV

Capital Stock

This corporation is authorized to issue One Hundred (100) shares of One Cent (\$.01) per share par value common stock which shall be designated as common shares.

ARTICLE V

Purpose

This corporation is organized for the purpose of transacting any and all lawful business, managing business and regulatory affairs of the corporation.

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ARTICLE VI
INCORPORATOR

The name and address of the incorporator is David Schultz and his address is 5825 La Puerta Del Sol, Suite 366, St. Petersburg, Florida 33715.

ARTICLE VII
INITIAL DIRECTOR

This corporation shall have ONE director initially. The number of directors may be increased from time to time by the By-laws, but shall never be less than one (1). The name and address of the initial director of this corporation is David Schultz who is located at 5825 La Puerta Del Sol, Suite 366, St. Petersburg, Florida 33715.

ARTICLE VIII
INITIAL REGISTERED AGENT AND ADDRESS

The name of the initial registered agent is Marsha Cargo and her address is 116 Pinellas Bay Way, Tierra Verde, Florida 33715.

ARTICLE IX
By-laws

This corporation shall have the power to adopt, alter, amend or repeal the By-laws of this corporation.

ARTICLE X
AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by Florida Law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 1 day of march 2002 2002.


DAVID SCHULTZ
Incorporator

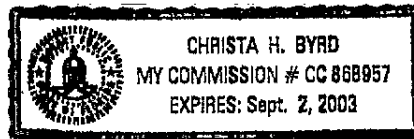
STATE OF FLORIDA
COUNTY OF PINELLAS

THE FOREGOING INSTRUMENT was acknowledged before me this 1st
day of March, 2002, by DAVID SCHULTZ who (is personally
known to me/produced identification by way of [driver's license,
etc.] MDL 5436-735-429-174)
and who (did/did not) take an oath.

WITNESS my hand and official seal in the County and State last
aforesaid the 1st day of MARCH, 2002.

Christa H. Byrd
NOTARY PUBLIC, STATE OF FLORIDA
(
(Printed signature of Notary)

My Commission Expires:



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SECRETARY OF STATE
TALLAHASSEE, FLORIDACERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: AllState Home Mortgage, Inc.
2. The name and address of the registered agent and office is:

Marsha Cargo

(NAME)

116 Pinellas Bay Way

(ADDRESS/P.O. BOX NOT ACCEPTABLE)

Tierra Verde, Florida 33715

(CITY/STATE/ZIP)

Signature [Signature]

(Corporate Officer)

Title PresidentDate 3-1-02ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Signature Marsha K CargoDate 3/1/02