

DAVID R. FARBSTEIN
Attorney At Law

P02000033588

8010 N. University Drive, Second Floor
Tamarac, Florida 33321

Telephone (954) 586-0441
Fax (954) 586-0444

March 13, 2002

Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

300005139783--1
-03/21/02--01061--007
*****70.00 *****70.00

RE: Money on Merit Mortgage Associates, Inc.

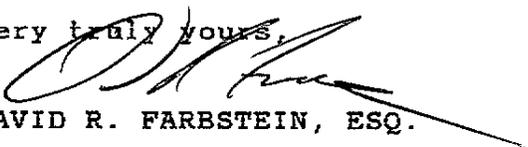
Dear Sirs:

Enclosed please find the following documentation regarding the above-mentioned matter, to-wit:

1. ORIGINAL and one copy of Articles of Incorporation with Registered Agent Certificate.

Also enclosed is my trust account check no. 1251 in the amount of \$70.00 for the filing fee.

Very truly yours,


DAVID R. FARBSTEIN, ESQ.

DRF/me

FILED
02 MAR 21 PM 2:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BM 3/27

ARTICLES OF INCORPORATION

OF

MONEY ON MERIT MORTGAGE ASSOCIATES, INC.

ARTICLE I - Name

The name of this Corporation is MONEY ON MERIT MORTGAGE ASSOCIATES, INC.

ARTICLE II - Duration

This corporation shall exist perpetually.

ARTICLE III - Purpose

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - Capital Stock

This corporation is authorized to issue one thousand (1,000) shares of One dollar par value (\$1.00) common stock which shares shall be designated "Common Shares".

ARTICLE V - Initial Registered Office and Agent

The street address of the initial office of this corporation is: 1791 SW 28th Terr., Ft. Lauderdale, Fl. 33312 and the name of the initial registered agent of this corporation is: THEODORE J. WILSON, III whose address is 1791 SW 28th Terr., Ft. Lauderdale, Fl. 33312.

THIS DOCUMENT PREPARED BY:

DAVID R. FARBSTAIN, ESQ.
8010 N. University Dr., 2nd Fl.
Tamarac, Fl. 33321
Fla. Bar No. 198889
954-586-0441

FILED
02 MAR 21 PM 2:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI - Initial Board of Directors

This corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished from time to time by the ByLaws, but shall never be less than one. The name and address of the initial Director of this corporation is:

THEODORE J. WILSON 1791 SW 28th Terr.
Ft. Lauderdale, Fl. 33312

ARTICLE VII - Incorporator

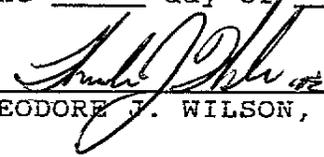
The name and address of the persons signing these Articles is:

THEODORE J. WILSON 1791 SW 28th Terr.
Ft. Lauderdale, Fl. 33312

ARTICLE VIII - Amendments

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on the 12 day of March, 2002.

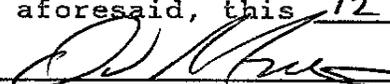


THEODORE J. WILSON, III

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, a Notary Public, authorized to take acknowledgments in the County and State set forth above, personally appeared, THEODORE J. WILSON, III, known by me to be the person who executed the foregoing Articles of Incorporation. Further, said individual furnished the following type of identification to the undersigned, to-wit: Personal Knowledge.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 12 day of March, 2002.



NOTARY PUBLIC
My Commission Expires:

OFFICIAL NOTARY SEAL
DAVID R FARBSSTEIN
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC910939
MY COMMISSION EXP. MAR. 7, 2004

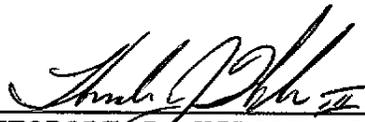
CERTIFICATE DESIGNATING CHANGE OF PLACE OF
BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN THE STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED.

PURSUANT TO Chapter 48.091, Florida Statutes, the following is
submitted in compliance with said Act:

FIRST: That MONEY ON MERIT MORTGAGE ASSOCIATES, INC. is
qualified to do business under the laws of the State of Florida with
its principal office at: 1791 SW 28th Terr., Ft. Lauderdale, Fl.
33312 and has appointed THEODORE J. WILSON, III, of 1791 SW 28th
Terr., Ft. Lauderdale, Fl. 33312 as its agent to accept service of
process within the State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated
corporation, a place designated in this certificate, I am familiar
with, and hereby accept the duties and responsibilities as registered
agent for said corporation and agree to comply with the provisions of
said Act relative to keeping open said office.



THEODORE J. WILSON, III
Resident Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 MAR 21 PM 2:44

FILED