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Charter Number Only

Devaldes & Associates, Inc
8404 SW 40 Street
MIAMI, FL 33155
(305) 553-8080

VALIDATION ONLY

SECRETARY OF STATE
DIVISION OF CORPORATIONS

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

CORPORATION(S) NAME

Caribe Mortgage of
South Florida, Inc.

- Profit
- NonProfit
- Foreign
- Limited Partnership
- Reinstatement
- Certified Copy
- Call When Ready
- Walk In
- Amendment
- Dissolution
- Annual Report
- Reservation
- Photo Copies
- Call If Problem
- Will Wait
- Merger
- Mark
- Other
- Change of Registered Agent
- Certificate Under Seal
- After 4:30
- Mail Out
- Pick Up

RECEIVED
02 AUG 22 AM 10:01



Empire Toll Free: 1-800-432-3028

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

AUG 22 2002

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**ARTICLES OF INCORPORATION
OF
CARIBE MORTGAGE OF SOUTH FLORIDA, INC.**

ARTICLE ONE: NAME OF THE CORPORATION.

CARIBE MORTGAGE OF SOUTH FLORIDA, INC.

ARTICLE TWO: CAPITAL STOCK.

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any time, is: *FIVE HUNDRED (500)* shares of common stock having a par value of *ONE DOLLAR (\$1.00)* each.

ARTICLE THREE: NATURE OF BUSINESS AND POWERS.

The general nature of business to be transacted by this Corporation, is to engage in any kind of business permitted under the laws of the State of Florida.

ARTICLE FOUR: TERMS OF EXISTENCE.

This corporation shall have perpetual existence, commencing upon the filing of these articles.

ARTICLES FIVE: REGISTERED AGENT.

The registered Agent and the street of the initial Registered Agent of this corporation in the State of Florida shall be:

RANDOLPH QUINTANILLA
14534 S. W. 56 TERRACE
MIAMI, FL 33183

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FILED
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ARTICLE SIX: BOARD OF DIRECTORS.

This Corporation shall have TWO (2) Directors Initially. The number of Directors may be increased or diminished from time to time by bylaws adopted by the Stockholders, but shall never be less than one.

ARTICLE SEVEN: INITIAL DIRECTOR(S).

The name(s) of the initial Director(s) of this Corporation and address:

The person(s) named as Initial Director(s) shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified whichever occurs first.

RANDOLPH QUINTANILLA
14534 S. W. 56 TERRACE
MIAMI, FL 33183

LOURDES QUINTANILLA
14534 S. W. 56 TERRACE
MIAMI, FL 33183

ARTICLE EIGHT: INCORPORATOR.

The name and street address of the person signing these articles of incorporation as the Incorporator is:

RANDOLPH QUINTANILLA
14534 S. W. 56 TERRACE
MIAMI, FL 33183

ARTICLE NINE: OFFICERS OF THE CORPORATION.

The following person(s) have been elected officer(s) of the Corporation:

RANDOLPH QUINTANILLA
(PRESIDENT & TREASURER)
14534 S. W. 56 TERRACE
MIAMI, FL 33183

LOURDES QUINTANILLA
(SECRETARY)
14534 S. W. 56 TERRACE
MIAMI, FL 33183

ARTICLE TEN: ADDRESS OF THE CORPORATION.

The principal office of this Corporation shall be:

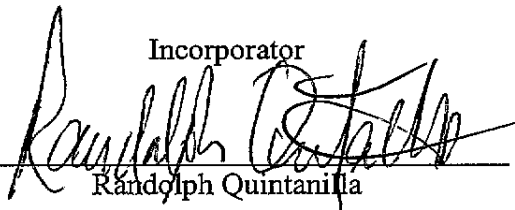
3910 WEST FLAGLER ST. SUITE #100
MIAMI, FL 33134

ARTICLE ELEVEN: AMENDMENT.

These Articles of Incorporation may be amended in the manner provided by Law. Every amendment shall be approved by the Board of Directors and approved at a Stockholder's meeting by at least a majority of the stock entitled to vote, unless all of the Directors and all of the Stockholders sign a written statement manifesting their intention that certain of these Articles of Incorporation be made.

In witness thereof, the undersigned, as *Incorporator*, has executed the foregoing Articles of Incorporation in Miami, August 19, 2002

Incorporator


Randolph Quintanilla

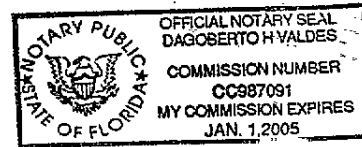
STATE OF FLORIDA
COUNTY OF MIAMI-DADE

Before me, a Notary Public, personally appeared Randolph Quintanilla to me known to be the person described as the *Incorporator* and acknowledge before me that he subscribed to these Articles of Incorporation.

Miami, August 19, 2002.



Notary Public
State of Florida at Large



CERTIFICATE OF DESIGNATION OF
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) NAME OF THE CORPORATION

CARIBE MORTGAGE OF SOUTH FLORIDA, INC.

2) THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE.

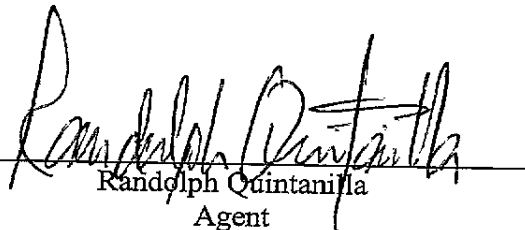
RANDOLPH QUINTANILLA
14534 S. W. 56 TERRACE
MIAMI, FL 33183

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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.

Miami, August 19, 2002


Randolph Quintanilla
Agent