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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Please reply to:
Post Office Box 25018
Tampa, FL 33622-5018

February 24, 2003

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

RE: ***GREAT BLUE HOME MORTGAGE, INC.***

Dear Sir or Madam:

Enclosed please find an original and two copies of the Articles of Incorporation and a Designation and Acceptance of Registered Agent for the above-referenced corporation.

Please provide a certificate of status. A check for \$87.50 is enclosed. This represents payment for Filing of Articles of Incorporation, a certified copy and a Certificate of Status.

Thank you for your attention to this matter.

Very truly yours,


Michael J. Echevarria

MJE:bgj
Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
GREAT BLUE HOME MORTGAGE, INC.

The undersigned incorporator, for the purpose of forming a corporation in accordance with the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of this corporation shall be **GREAT BLUE HOME MORTGAGE, INC.**

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 9119 Corporate Lake Drive, Suite 300, Tampa, FL 33634.

ARTICLE III. PURPOSE

The purpose for which the corporation is organized is to transact all lawful business for which Corporations may be organized under the Florida Business Corporation Act.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares of stock that the Corporation is authorized to issue is 100 shares having a par value of \$1.00 per share. Such shares shall be of a single class of common stock.

ARTICLE V. DURATION

The Corporation shall have perpetual existence.

ARTICLE VI. BOARD OF DIRECTORS

The Corporation shall be managed by a Board of Directors of at least Two (2) Directors. The Directors shall be elected by the shareholders of the Corporation. The name and street address of each person who is to serve as a member of the initial Board of Directors is as follows:

Michael J. Echevarria	Director	9119 Corporate Lake Dr., # 300 Tampa, FL 33634
William B. Casale	Director	9119 Corporate Lake Dr., # 300 Tampa, FL 33634

ARTICLE VI. REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of the corporation is 9119 Corporate Lake Drive, Suite 300, Tampa, FL 33634, and the name of its initial Registered Agent at that address is Michael J. Echevarria.


ARTICLE VII. INCORPORATOR

The name and address of the Incorporator is Michael J. Echevarria, 9119 Corporate Lake Drive, Suite 300, Tampa, FL 33634.

ARTICLE VIII. AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

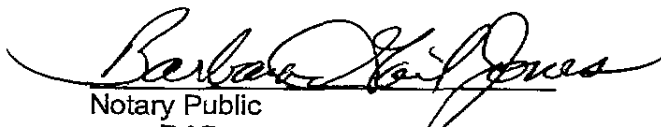
IN WITNESS WHEREOF, the undersigned signed these Articles of Incorporation on February 24, 2003.


MICHAEL J. ECHEVARRIA,
Incorporator

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, personally appeared Michael J. Echevarria, to me well known and known to me to be the person described in and who executed the foregoing, and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal on February 24, 2003.


Notary Public
BARBARA GAIL JONES

Notary's printed name

My Commission Expires:

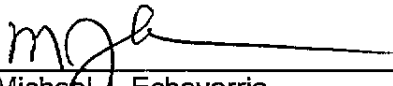


Barbara Gail Jones
My Commission CC970752
Expires November 17 2004

ACKNOWLEDGMENT OF REGISTERED AGENT

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

Dated on February 24th, 2003.



Michael J. Echevarria,
Registered Agent

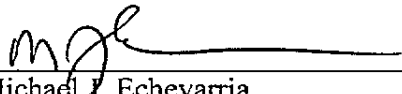
DESIGNATION OF AND ACCEPTANCE BY
RESIDENT AGENT

Pursuant to the provisions of F.S. 607.0501, 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 GREAT BLUE HOME MORTGAGE, INC.
2. The name of the registered agent is Michael J. Echevarria.
3. The address of the registered agent/registered office is 9119 Corporate Lake Dr., Suite 300, Tampa, Florida 33634.

Acceptance

Having been named as registered agent and designated to accept service of process for the above corporation, 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.


Michael J. Echevarria

Date: February 24, 2003

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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