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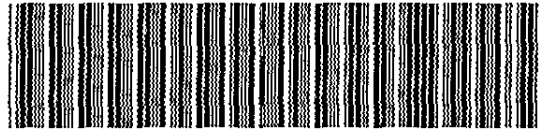
(Business Entity Name)

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FILED
03 JUN 23 PM 2:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

6-24-03

Law Offices of Christopher M. Bohne, P.A.
4465 West Gandy Boulevard, Suite 750 B
Tampa, FL 33611
Telephone (813) 832-3271
Facsimile (813) 286-9135

June 18, 2003

REGULAR MAIL

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: Articles of Incorporation for HarborLine Mortgage, Inc.

To Whom It May Concern:

Please find attached an original and one copy of the Articles of Incorporation for HarborLine Mortgage, Inc. and a check for \$78.75 made payable to the Florida Department of State for the filing fee and certified copy.

Very truly your,

A handwritten signature in black ink, appearing to read "Christopher M. Bohne".

Christopher M. Bohne, Esq.

Encl.

**ARTICLES OF INCORPORATION
OF
HARBORLINE MORTGAGE, INC.**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of HarborLine Mortgage, Inc., under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is:

HarborLine Mortgage, Inc.

ARTICLE II. ADDRESS

The mailing address of the corporation is:

4465 West Gandy Boulevard, Suite 750B
Tampa, FL 33611

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence at 12:01 A.M. on the date of filing of these Articles of Incorporation.

ARTICLE IV. PURPOSE

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 10,000 shares of common stock having a par value of \$.01 per share.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 4465 West Gandy Boulevard, Suite 750B, Tampa, Florida 33611, and the name of the corporation's initial registered agent at that address is Christopher M. Bohne, Esq.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one. The name and street address of the initial director is:

Name

Robert M. Milton

Address

5000 Culbreath Key Way, Apt. 8202
Tampa, FL 33611-3051

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator is:

Name

Christopher M. Bohne

Address

4465 West Gandy Boulevard, Suite 750B
Tampa, FL 33611

The incorporator of the corporation assigns to this corporation his rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the board of directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

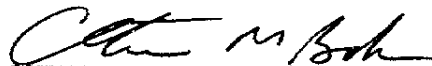
ARTICLE IX. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE X. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 10th day of June 2003.



Registered Agent



Incorporator

03 JUN 23 PM 2:23

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

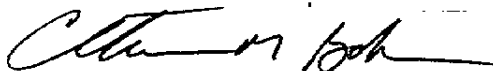
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That HarborLine Mortgage, Inc., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 4465 West Gandy Boulevard, Suite 750B, Tampa, FL 33611, State of Florida, has named Christopher M. Bohne, Esq., as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and am familiar with, and accept, the obligations of that position.


Registered Agent