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(Requestor's Name)

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(City/State/Zip/Phone #)

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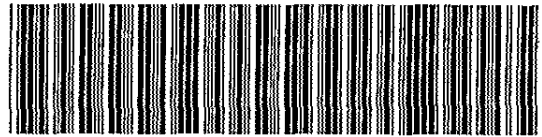
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LAW OFFICES OF
BRYN & ASSOCIATES
ATTORNEYS AND COUNSELORS AT LAW

ONE BISCAYNE TOWER, SUITE 2680
TWO SOUTH BISCAYNE BOULEVARD
MIAMI, FLORIDA 33131

TELEPHONE (305) 374-0501
FACSIMILE (305) 372-8068
E-MAIL: mark@markbryn.com

September 17, 2003

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

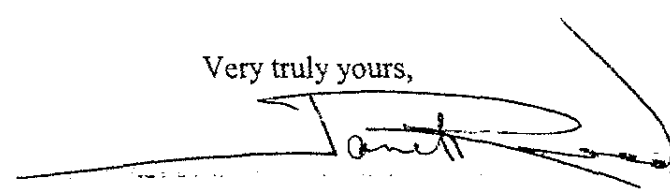
Re: New Urban Places, Inc.
Mortgage Asset Management Corp.
The Berman Group, Inc.

Dear Sir/Madam:

Enclosed are the originals, together with one (1) copy, of the Articles of Incorporation for the above reference companies. Also enclosed are checks in the amount of \$78.75 each in payment of the individual filing fees.

Please contact the undersigned should you have any questions concerning this matter.

Very truly yours,



Janet Reed
Paralegal

**ARTICLES OF INCORPORATION
OF
Mortgage Asset Management Corp.**

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation is Mortgage Asset Management Corp.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The date and time of the commencement of the corporate existence shall be the date of the filing of these Articles by the Department of State for the State of Florida.

ARTICLE IV

The purpose or purposes for which the corporation is organized is to engage in the transaction of any or all lawful business for which the corporation may be incorporated under the provisions of the Florida General Corporation Act of the State of Florida.

ARTICLE V

The aggregate number of shares which the corporation shall have authority to issue is One Million (1,000,000) shares of capital stock, \$.001 par value per share, which capital stock is designated as Common Stock.

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ARTICLE VI

The number of directors constituting the initial Board of Directors of the corporation shall be one (1). The number of directors may be increased or diminished from time to time by a vote of the shareholders, but shall never be less than one (1). The name and address of the initial director of this corporation is:

Dana J. Berman
501 Continental Plaza
3250 Mary Street
Coconut Grove, Florida 33133

ARTICLE VII

The name of the initial president of the corporation is:

Dana J. Berman
501 Continental Plaza
3250 Mary Street
Coconut Grove, Florida 33133

ARTICLE VIII

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

Mark J. Bryn
2 South Biscayne Boulevard
Suite 2680
Miami, Florida 33131

ARTICLE IX

The name and address of the initial registered agent and the initial registered office is:

Mark J. Bryn
2 South Biscayne Boulevard
Suite # 2680
Miami, Florida 33131

ARTICLE X

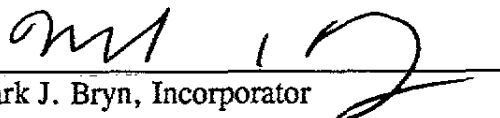
The initial By-laws of the corporation shall be adopted by the directors. Thereafter, By-laws of the corporation may be adopted, altered, amended or repealed from time to time only by the shareholders of the corporation.

ARTICLE XI

The principal place of business and mailing address of this corporation is:

501 Continental Plaza
3250 Mary Street
Coconut Grove, Florida 33133

EXECUTED at Miami-Dade, Florida, this 17th day of September, 2003.


Mark J. Bryn, Incorporator

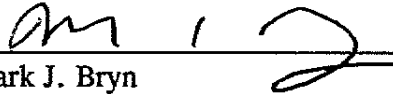
**CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE**

In accordance with Section 48.091, Florida Statutes, the following designation and acceptance is submitted in compliance thereof:

Mortgage Asset Management Corp., desiring to organize under the laws of the State of Florida, hereby designates Mark J. Bryn as its registered agent and 2 South Biscayne Boulevard, Suite #2680, Miami, Florida 33131, as its registered office.

ACCEPTANCE

Having been named as Registered Agent for the above-named corporation, I hereby agree to act in such capacity for such corporation at its registered office.



Mark J. Bryn

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