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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IRA L. KAHN
ATTORNEY AT LAW
2514 Hollywood Boulevard, Suite 300
Hollywood, Florida 33020

Telephone (954) 925-8222
Facsimile (954) 925-4440

ATTORNEY
CERTIFIED PUBLIC ACCOUNTANT

February 20, 2004

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

RE: HOMELAND MORTGAGE USA, CORP.

Gentlemen:

Enclosed is an original of the Articles of Incorporation for the above referenced corporations, along with a check for \$70.00 payable to the Florida Department of State.

Please send a confirmation incorporation of the above referenced corporations to:

Ira L. Kahn, Esq.
2514 Hollywood Blvd., Ste. 300
Hollywood, FL 33020
(954) 925-8222

Thank you for your cooperation with this matter.

Sincerely,



Ira L. Kahn, Esq.

Enclosure

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

HOMELAND MORTGAGE USA, CORP.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby subscribes and forms a corporation for profit under the Laws of Florida.

ARTICLE I - NAME

The name of this corporation is:

HOMELAND MORTGAGE USA, CORP.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Million (1,000,000) shares of Common Stock. The par value of each share of stock is \$1.00.

ARTICLE IV - INITIAL CAPITAL

The amount of the capital with which this corporation shall begin business is One Thousand Dollars (\$1,000.00).

ARTICLE V - CORPORATE EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI - ADDRESS

The initial street address of the principal office of this corporation in the State of Florida is 2514 Hollywood Boulevard, Suite 303, Hollywood, Florida 33020.

ARTICLE VII - MANAGEMENT

The business of the corporation shall be managed by the Stockholders of the corporation rather than by a Board of Directors.

ARTICLE VIII - SUBSCRIBER

The name and address of the initial subscriber to these Articles of Incorporation and the number of shares outstanding are:

<u>Name and Address</u>	<u>Shares</u>
Virginia Gonzalez 14312 S.W. 159 th Terrace Miami, Florida 33177	500
Lisa Bell 1204 Johnson Street Hollywood, Florida 33019	500

OFFICERS

The name and address of the officers of this corporation are as follows:

<u>Name and Address</u>	<u>Office</u>
Lisa Bell 1204 Johnson Street Hollywood, Florida 33019	President, Treasurer
Virginia Gonzalez 14312 S.W. 159 th Terrace Miami, Florida 33177	Vice President, Secretary

IN WITNESS WHEREOF, We, the subscribers, have executed these Articles of Incorporation this 23^d day of February, 2004.




Lisa Bell, President

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared Lisa Bell who is/are personally known to me i or has produced _____ as identification, to be the individual described in and whom executed the foregoing Articles of Incorporation, and have acknowledged before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal this 27 day of February, 2004.



NOTARY PUBLIC

My commission expires:

PRINTED NAME OF NOTARY PUBLIC



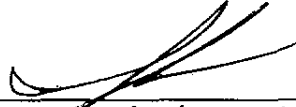
Ira L. Kahn
Commission #DD238957
Expires: Sep 17, 2007
Bonded Thru
Atlantic Bonding Co., Inc.

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING
IS SUBMITTED:

FIRST--THAT IRA L. KAHN, DESIRING TO ORGANIZE OR QUALIFY UNDER THE
LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL PLACE OF BUSINESS AT
CITY OF HOLLYWOOD, STATE OF FLORIDA, HAS NAMED IRA L. KAHN, LOCATED AT
2514 Hollywood Boulevard, Suite 303, Hollywood, Florida 33020, AS ITS
RESIDENT AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE


Ira L. Kahn (CORPORATE OFFICER)


TITLE REGISTERED AGENT

DATE

3/3/04

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED ORGANIZATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE
PERFORMANCE OF MY DUTIES.

SIGNATURE


Ira L. Kahn, REGISTERED AGENT
2514 Hollywood Boulevard, Suite 300
Hollywood, Florida 33020

DATE

3/3/04

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA