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**TIMOTHY G. HAYES AND ASSOCIATES, P.A.**  
**Attorneys at Law**

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March 24, 2004

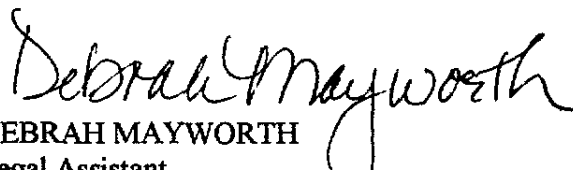
Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

**Re: Homespect Lending Corp.**

Dear Sir or Madam:

Enclosed for filing please find the original and one copy of the Articles of Incorporation for the above corporation, along with a check in the amount \$70.00 for the filing fee and Designation of Registered Agent.

Sincerely yours,

  
DEBRAH MAYWORTH  
Legal Assistant  
HAYES & ASSOCIATES, P.A.  
21859 State Road 54, Suite 200  
Lutz, Florida 33549  
(813) 949-6525

/dm  
Encls.

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U.S. DIST. CT. S.D. FLA.

**ARTICLES OF INCORPORATION  
OF  
HOMESPECT LENDING CORP.**

The undersigned, acting as incorporator(s) of a corporation pursuant to Chapter 607, Florida Statutes, adopts the following Articles of Incorporation:

**ARTICLE I - CORPORATE NAME**

The name of this corporation shall be:

HOMESPECT LENDING CORP.

**ARTICLE II - PRINCIPAL OFFICE**

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

6731 Flicker Lane  
Hudson, FL 34667

**ARTICLE III - CAPITAL STOCK**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000.

**ARTICLE IV - INITIAL REGISTERED AGENT AND OFFICE**

The name and address of the initial registered agent are:

ROBERT LICCIARDELLO  
6731 Flicker Lane  
Hudson, FL 34667

**ARTICLE V - INCORPORATORS**

The name(s) and street address(es) of the incorporator(s) to these articles of incorporation are:

ROBERT LICCIARDELLO  
6731 Flicker Lane  
Hudson, FL 34667

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**ARTICLE VI - DIRECTORS**

This corporation shall have one director(s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one.

The name(s) and address(es) of the initial director(s) of this corporation is(are) as follows:

ROBERT LICCIARDELLO  
6731 Flicker Lane  
Hudson, FL 34667

IN WITNESS WHEREOF the incorporator has hereunto set his hand and seal, this 2/25/04  
day of February, 2004.

  
ROBERT LICCIARDELLO

**CERTIFICATE OF DESIGNATION**  
**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. The name of the corporation is:

HOMESPECT LENDING CORP.

2. The name and address of the registered agent and office is:

ROBERT LICCIARDELLO  
6731 Flicker Lane  
Hudson, FL 34667

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.

SIGNATURE 

ROBERT LICCIARDELLO

TITLE Registered Agent

DATE 2/25/04