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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

04-1204
1.3.

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March 31, 2004

SECRETARY OF STATE
Attn: DIVISION OF CORPORATIONS
P.O. Box 6327
Tallahassee, Florida 32314

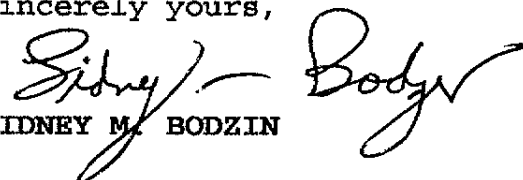
Re: EQUICAP MORTGAGE CORPORATION

Ladies and Gentlemen:

I am enclosing herewith proposed Articles of Incorporation for the corporation named in the caption, together with my trust account check in the sum of \$78.75, representing filing fee and certification.

I trust that you will find the documentation in order and I thank you for your usual very kind attention and cooperation.

Sincerely yours,


SIDNEY M. BODZIN

SMB:rm
Enclosures (2)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
EQUICAP MORTGAGE CORPORATION

THIS IS TO CERTIFY that I, the undersigned, for the purpose of forming a corporation under the provisions of Florida Statutes 2003, Chapter 607, and statutes amendatory thereof and supplementary thereto, do hereby make, subscribe, acknowledge and file these Articles of Incorporation, and I do certify that:

1. The name of the corporation is:

EQUICAP MORTGAGE CORPORATION

2. The major purpose of the corporation will be to engage in every facet of the mortgage business. In addition, the general nature of the business transacted shall be:

To engage in any one or more of the businesses and to exercise any or all the powers authorized and permitted by the said Statutes to corporations formed thereunder.

Further, and not by way of limitation of the preceding paragraph, to enter into and perform contracts of every kind and nature; to act as agent and representative of other persons and corporations; to own, buy, sell, mortgage or lease real and personal property of every kind and nature and wheresoever situate.

3. The amount of capital stock authorized shall be FIVE THOUSAND (5,000) shares of Common Stock at a par value of ONE (\$1.00) DOLLAR per share.

4. The corporation shall commence business with not less than FIVE HUNDRED and NO/100 (\$500.00) DOLLARS in cash.

5. The corporation shall have perpetual existence.

6. The post office address of the principal office of the corporation shall be:

Unit #7J
19355 Turnberry Way
Aventura, Florida 33180

7. There shall be one (1) director initially. The number of directors may be changed at the behest of the director then in power.

8. The name and post office address of the member of the first Board of Directors, and the Officer, who, subject to the By-Laws of this corporation, shall hold office for the first year of existence of this corporation or until his successors are elected or appointed and have qualified, are:

BRUCE ROSENBLATT
Unit #7J
19355 Turnberry Way
Aventura, Florida 33180

President, Treasurer
and Director

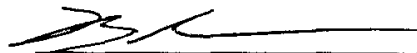
9. The name and post office address of the subscriber to these Articles of Incorporation, and a statement of the number of shares of stock which he agrees to take and the value of the consideration therefor, are as follows:

NAME	ADDRESS	SHARES	AMOUNT
BRUCE ROSENBLATT	Same as above	500	\$500.00

10. The corporation designates as its registered office the office of EQUICAP MORTGAGE CORPORATION, Unit #7J, 19355 Turnberry Way, Aventura, Florida 33180 and BRUCE ROSENBLATT as its registered agent, and he does hereby accept to act in this capacity, and agrees to comply with the provisions of the Statute relative to keeping open said office at the above address.

11. The private property of the stockholders, officers and directors shall not be subject to the payment of the obligations of the corporation to any extent.


IN WITNESS WHEREOF, I have hereunto set my hand and seal at Miami, Florida, this 31st day of March, 2004.

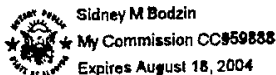

 [SEAL]
 BRUCE ROSENBLATT
 Incorporator/Subscriber

STATE OF FLORIDA]
 : ss.
 COUNTY OF MIAMI-DADE]

ON THIS DAY, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared BRUCE ROSENBLATT, to me personally known or who produced _____ as identification, to be the person described as subscriber in, and who executed the foregoing Articles of Incorporation, and, after taking an oath, acknowledged before me that he subscribed to said Articles of Incorporation.

SWORN TO AND SUBSCRIBED before me the 31st day of March, 2004.


 NOTARY PUBLIC, State of Florida
 at Large
 My Commission Expires:



I am familiar with and accept the duties and responsibilities as registered agent for said corporation.


 BRUCE ROSENBLATT
 Registered Agent