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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
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FLORIDA PROFIT CORPORATION OR P.A.

blue chip private mortgage investments, inc.

Certificate of Status	0
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STATE OF FLORIDA
TALLAHASSEE, FLORIDA

04 APR 12 AM 9:08

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

April 12, 2004

EMPIRE CORPORATE KIT COMPANY

SUBJECT: BLUE CHIP PRIVATE MORTGAGE INVESTMENTS, INC.
REF: W04000014002

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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(4)
**ARTICLES OF INCORPORATION OF
BLUE CHIP PRIVATE MORTGAGE INVESTMENTS, INC.**

ARTICLE I - NAME

The name of this Corporation is
BLUE CHIP PRIVATE MORTGAGE INVESTMENTS, INC.

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ARTICLE II - DURATION

This Corporation shall exist perpetually commencing on the date these Articles are filed.

ARTICLE III - PURPOSE

This Corporation is organized for the transaction of any and all lawful purpose.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue five hundred shares of
\$1.00 par value, which said shares shall be designated as "Common Shares"

ARTICLE V - INITIAL REGISTERED AND PRINCIPAL OFFICE AND AGENT

The street address of the initial registered and principal office
of the Corporation is:

**40 PINNACLE COVE
PALM BEACH GARDENS, FL 33418**

The name of the initial Registered Agent of this

Corporation is:
MARK DUTLER

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ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have three (3) initial directors. The number of directors may increase from time to time by the By-laws but shall never be less than one (1). The name and addresses of the initial directors

of this Corporation are:

MARK DUTLER

40 PINNACLE COVE

PALM BEACH GARDENS, FL 33418

PETER COLANGELO

365 S. COUNTRY CLUB DRIVE

ATLANTIS, FL 33462

RICHARD MCMILLAN

3065 WEDGEWOOD BLVD.

DELRAY BEACH, FL 33445

ARTICLE VII - INCORPORATOR

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

MARK DUTLER

40 PINNACLE COVE

PALM BEACH GARDENS, FL 33418

ARTICLE VIII

This Corporation shall have all of the Corporate powers
enumerated in the Florida General Corporation Act.

ARTICLE IX - AMENDMENT

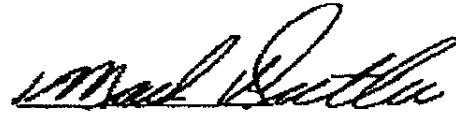
This Corporation reserves the right to amend, rescind, or repeal
any provisions contained in these Articles of Incorporation, and
amendment thereof, and any right conferred upon the shareholders
herein to this reservation.

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ARTICLE X - INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any
former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed
these Articles of Incorporation this 18th day of APRIL, 2004.



MARK DUTLER

ACKNOWLEDGEMENT:

Having been named as Registered Agent to accept service of
process for the above-stated Corporation, at a place designated
in these Articles of Incorporation, I hereby agree to act in that
capacity, to comply with the provisions of Florida Statutes
Section 48.091 and any amendments thereto, and to comply with the
provisions of all other Statutes related to the proper and
complete performance of my duties.

IN WITNESS WHEREOF, I have hereunto set my hand on

this 18th day of APRIL, 2004.



MARK DUTLER

Registered Agent

1104000074855

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FLORIDA

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