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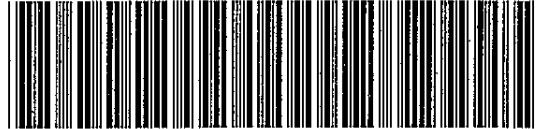
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July 13, 2004

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

Re: AOI for Transaction Mortgage Services

Dear Sir/Madam:

Enclosed please find the Articles of Incorporation to be filed for Transaction Mortgage Services, Inc., along with a check for \$70.00. Please send any notifications to my attention at the address on this letterhead. If you have any questions, please call.

Sincerely,

Henry T. Sorensen II, Esq.

**Articles of Incorporation for
Transaction Mortgage Services, Inc.**

Article I

The name of the corporation is Transaction Mortgage Services, Inc.

Article II

The corporation is authorized to issue 100 shares of stock at a par value of \$1.00 each. The owner(s) of such shares shall have unlimited voting rights and shall receive, if any, all net assets upon dissolution. The foregoing voting rights and rights upon dissolution shall occur pro rata according to percentage stock ownership. Once a share of stock is issued, no person may transfer any share to any other person without the consent of all other shareholders.

Article III

The street address of the registered office is Brokers Legal Group, P.A., 32801 U.S. Highway 19 North, Suite 100, Palm Harbor, Florida 34684. The registered agent at such address is Henry T. Sorensen II, Esq.

Article IV

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

Henry T. Sorensen II
Brokers Legal Group, P.A.
32801 U.S. Highway 19 North, Suite 100
Palm Harbor, FL 34684

Article V

The initial principal office and mailing address of the corporation is:

Attn: Cheryl L. Wehlau
Transaction Mortgage Services, Inc.
32815 U.S. Highway 19 North
Palm Harbor, Florida 34684

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Article VI

The initial Board of Directors shall consist of the following persons:

Cheryl Wehlau
Transaction Mortgage Services, Inc.
32815 U.S. Highway 19 North
Palm Harbor, FL 34684

John Wehlau
Transaction Mortgage Services, Inc.
32815 U.S. Highway 19 North
Palm Harbor, FL 34684

Liane Bennati
c/o Buy Owner
111 South Armenia Avenue
Tampa, FL 33602

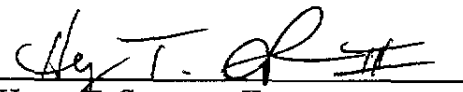
Al Bennati
c/o Buy Owner
111 South Armenia Avenue
Tampa, FL 33602

Any future directors shall be elected as set forth in the corporation's bylaws.

Article VII


The purpose of the corporation is to engage in any lawful business permitted, and the term of the corporation is perpetual.

IN WITNESS HEREOF, the undersigned has executed these Articles of Incorporation this 13th day of July, 2004.


Henry T. Sorensen II
Incorporator

**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT FOR
TRANSACTION MORTGAGE SERVICES, INC.**

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in this Acceptance, 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, including without limitation those contained in Chapter 607, Florida Statutes, relating to the proper and complete performance of my duties. I am familiar with and accept the obligations of my position as Registered Agent.



Henry T. Sorensen II, Esq.
Brokers Legal Group, P.A.
32801 U.S. Highway 19 North
Suite 100
Palm Harbor, FL 34684

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