

P04000137958

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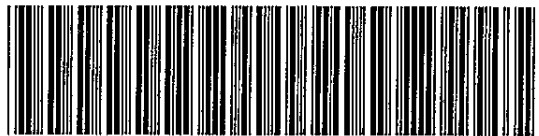
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LAW OFFICE
BUDDY J. LEVY, P.A.
2203 NORTH LOIS AVENUE
SUITE 912
TAMPA, FLORIDA 33607

(813) 801-9488
Fax (813) 801-9876
buddy.levy@verizon.net

LICENSED IN FLORIDA AND TEXAS

September 22, 2004

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

Re: CT Capital Mortgage Corporation
Document No. P04000124860

Sir/Madam:

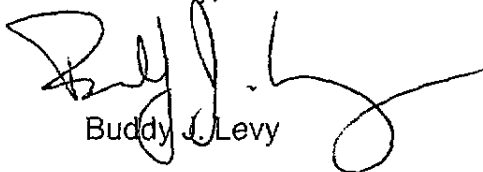
Please find enclosed the Amended and Restated Articles of Incorporation for CT Capital Mortgage Corporation to be filed in your office.

Also enclosed is our check in the amount of \$78.75 for filing fees and certified copy.

Please direct any questions and return the filed documents to the undersigned.

Thank you for your time and attention to this matter.

Sincerely,


Buddy J. Levy

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AMENDED AND RESTATED
ARTICLES OF INCORPORATION

OF
CT CAPITAL MANAGEMENT CORPORATION

The undersigned, as officers of CT Capital Management Corporation, do hereby certify that the following Amended and Restated Articles of Incorporation were duly approved and adopted by the shareholders and directors of the Company pursuant to its Articles and By-Laws:

ARTICLE ONE

The name of the Corporation is CT CAPITAL MANAGEMENT CORPORATION.

ARTICLE TWO

The period of duration is perpetual.

ARTICLE THREE

The purpose or purposes for which the Corporation is organized are:

- (a) To engage in the business of providing services as a licensed correspondent mortgage broker.
- (b) To do everything necessary, reasonable, proper, advisable and/or convenient for the accomplishment or furtherance of such purposes.
- (c) To be, or to include, the transaction of any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR

The aggregate number of shares of common stock which the Corporation shall have the authority to issue is 100,000 shares at the par value of \$.01 each.

Holders of shares of said common stock from original issue shall be entitled to pre-emptive rights to acquire unissued or treasury shares of any class of stock of the Corporation which may any time be authorized or held, and all unissued and treasury shares may be offered and sold.

accordance with the resolution of the Board of Directors only after first offering the same to any of the then existing shareholders.

The shareholders of the Corporation shall be entitled to one (1) vote for each share of stock owned to the election of each individual nominee for director and on all other matters voted on at any stockholders' meeting and shall not be entitled to cumulate such voting rights on the election of directors.

ARTICLE FIVE

The principal office of the corporation is 7281 Sunshine Grove Road, Suite 135, Brooksville, Florida 34613.

ARTICLE SIX

The post office address of the Corporation's initial registered office is 2203 N. Lois Ave., Suite 912, Tampa, Florida 33607, and the name of its initial registered agent at such address is Buddy J. Levy.

ARTICLE SEVEN

The number of Directors of the Corporation may be fixed by the Bylaws. The number of directors constituting the initial Board of Directors is two (2) and the names and addresses of the persons who are to serve as directors until the organizational meeting of the shareholders or until their successors are elected and qualified are:

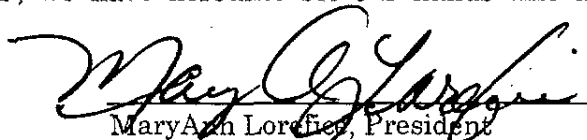
MaryAnn Lorefice
7281 Sunshine Grove Rd., #135
Brooksville, Florida 34613

Christina Tsounis
7707 Bingham Court
Tampa, Florida 33625

ARTICLE EIGHT

The Board of Directors is expressly authorized to make, alter, or amend the Bylaws of this Corporation or to adopt new Bylaws.

IN WITNESS WHEREOF, we have hereunto set our hands this the 28th day of September, 2004..


MaryAnn Lorefice, President


Christina Tsounis, Vice-President

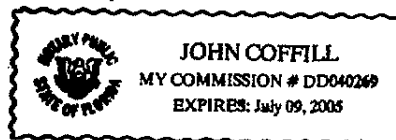
THE STATE OF FLORIDA

COUNTY OF Hillsborough

I, a Notary Public in and for said County and State, do hereby certify that on this the 28th day of September, 2004, personally appeared before me MaryAnn Lorefice and Christina Tsounis, who, being by me first duly sworn, declared that they are officers of CT Capital Mortgage Corporation, that they signed the foregoing document as the Amended and Restated Articles of Incorporation of the Corporation, and that the statements therein are true.

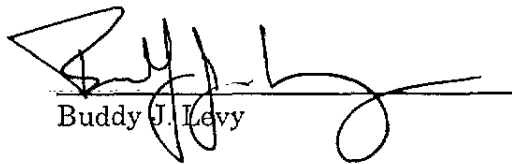
SUBSCRIBED AND SWORN TO BEFORE ME, on this the 28th day of September, 2004.


NOTARY PUBLIC STATE OF FLORIDA



I, Buddy J. Levy, certify that having been named the registered agent for CT Capital Mortgage Corporation, hereby accept such status and agree to comply with the applicable laws and statutes.

DATED: September 28, 2004


Buddy J. Levy

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DIVISION
SECRET