

10/06/2004 15:44 FAX 2392630703

CUMMINGS LOCKWOOD

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Division of Corporations

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Florida Department of State  
Division of Corporations  
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From: Account Name : CUMMINGS & LOCKWOOD  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

The Mortgage Corp. of SW Florida

Certificate of Status	0
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**ARTICLES OF INCORPORATION  
OF  
THE MORTGAGE CORP. OF SW FLORIDA**

THE UNDERSIGNED, acting as sole incorporator of a corporation to be formed under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

FIRST: The name of the corporation (the "Corporation") is:

THE MORTGAGE CORP. OF SW FLORIDA

SECOND: The initial principal office and mailing address of the Corporation is:

450 Palm Circle West  
Naples, Florida 34102

THIRD: The aggregate number of shares that the Corporation authorized to issue is One Thousand (1,000) shares of common stock, and the par value of each such share shall be One Dollar (\$1.00). Par value shall have no effect on the Corporation's capital structure.

FOURTH: The street address of the initial registered office of the Corporation is:

CLASP Inc.  
3001 Tamiami Trail North, 4th Floor  
Naples, Florida 34103

FIFTH: The name and address of the sole incorporator of the Corporation is:

Anthony D. Wood  
450 Palm Circle West  
Naples, Florida 34102

SIXTH: The number of Directors constituting the initial Board of Directors of the Corporation is one (1). The number of Directors may be either increased or decreased from time to time as provided in the Bylaws, but shall never be less than one (1). The name and address of the person to serve as the sole member of the Board of Directors of the Corporation until the first annual

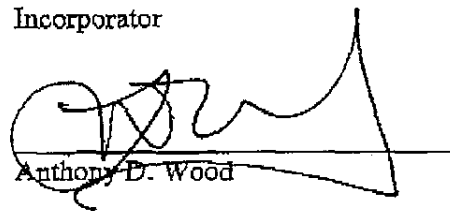
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meeting of the Shareholders of the Corporation, or until her successor has been elected and qualifies, is as follows:

Anthony D. Wood  
450 Palm Circle West  
Naples, Florida 34102

NOW, THEREFORE, the undersigned, being the sole incorporator hereinbefore named, for the purpose of forming a corporation under the Florida Business Corporation Act has executed these Articles of Incorporation this 5 day of OCTOBER, 2004.

Incorporator



Anthony D. Wood

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

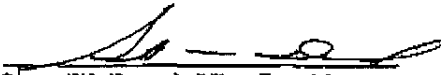
1. The name of the corporation is: THE MORTGAGE CORP. OF SW  
FLORIDA.

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

CLASP Inc.  
3001 Tamiami Trail North, 4th Floor  
Naples, Florida 34103

*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.*

Registered Agent  
CLASP, Inc.

By:   
Scott W. Duval, Vice President

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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