

**Electronic Articles of Incorporation
For**

P04000144957
FILED
October 20, 2004
Sec. Of State
thampton

PALM BEACH MORTGAGE CAPITAL INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

PALM BEACH MORTGAGE CAPITAL INC.

Article II

The principal place of business address:

400 SEASPRAY AVE.
PALM BEACH, FL. US 33480

The mailing address of the corporation is:

400 SEASPRAY AVE.
PALM BEACH, FL. US 33480

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

500

Article V

The name and Florida street address of the registered agent is:

JOSEPH A DELLA-GIUSTINA
400 SEASPRAY AVE
PALM BEACH, FL. 33480

I certify that I am familiar with and accept the responsibilities of registered agent.

P04000144957
FILED
October 20, 2004
Sec. Of State
thampton

Registered Agent Signature: JOSEPH A. DELLA-GIUSTINA

Article VI

The name and address of the incorporator is:

JOSEPH A DELLA-GIUSTINA
400 SEASPRAY AVE.
PALM BEACH
FLORIDA 33480

Incorporator Signature: JOSEPH A. DELLA-GIUSTINA

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P,VP
JOSEPH A DELLA-GIUSTINA
400 SEASPRAY AVE.
PALM BEACH, FL. 33480

Article VIII

The effective date for this corporation shall be:

10/18/2004