

**Electronic Articles of Incorporation
For**

P04000145088
FILED
October 20, 2004
Sec. Of State
jshivers

CITYONE MORTGAGE V&G GROUP 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:

CITYONE MORTGAGE V&G GROUP INC.

Article II

The principal place of business address:

7500 NW 25 STREET
SUITE 200
MIAMI, FL. 33122

The mailing address of the corporation is:

7500 NW 25 STREET
SUITE 200
MIAMI, FL. 33122

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:

1000

Article V

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

LUIS F CHAPARRO
7500 NW 25 STREET
SUITE 200
MIAMI, FL. 33122

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

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Registered Agent Signature: LUIS FERNANDO CHAPARRO

Article VI

The name and address of the incorporator is:

BERT GONZALEZ
7500 NW 25 STREET, SUITE 200
MIAMI, FL 33122

Incorporator Signature: BERT GONZALEZ

Article VII

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

Title: P
LUIS F CHAPARRO
7500 NW 25 ST., SUITE 200
MIAMI, FL. 33122

Title: VP
CARLOS A MARTINEZ
7500 NW 25 ST., SUITE 200
MIAMI, FL. 33122