

**Electronic Articles of Incorporation
For**

P06000000675
FILED
January 03, 2006
Sec. Of State
jshivers

RESIDENTIAL CAPITAL NORTH AMERICA CORP.

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:

RESIDENTIAL CAPITAL NORTH AMERICA CORP.

Article II

The principal place of business address:

37 NORTH ORANGE AVENUE
SUITE 500
ORLANDO, FL. US 32801

The mailing address of the corporation is:

37 NORTH ORANGE AVENUE
SUITE 500
ORLANDO, FL. US 32801

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:

ARMANDO B ALMIRALL
37 NORTH ORANGE AVENUE
SUITE 500
ORLANDO, FL. 32801

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

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Registered Agent Signature: ARMANDO B. ALMIRALL

Article VI

The name and address of the incorporator is:

HARRY J. SWART
717 EAST OAK STREET

KISSIMMEE, FL 34744

Incorporator Signature: HARRY J. SWART

Article VII

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

Title: PSD
ARMANDO B ALMIRALL
9726 NONA CREST DRIVE
ORLANDO, FL. 32832 US