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JOHN J. KRIEGER, JR.

P95000003783

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OR
(407) 336-0332
FAX NUMBER
(407) 336-0369
FILED
JAN 13 AM 11:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

January 9, 1995

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, Fl. 32301

8000001879878
-01/13/95--01024--013
***122.50 ***122.50

In re: Spirit Mortgage Corp.

Gentlemen:

I am enclosing herewith the original and one copy of the Articles of Incorporation for the above corporation. I am also enclosing herewith a check made payable to your order in the sum of \$122.50 for filing same. Please return a certified copy of the Articles and the Charter for this corporation to this office.

Thank you for your assistance in this matter.

Very truly yours,

GOLDMAN, BRUNING & MILDNER, P. A.


John J. Krieger, Jr.

JJK/bd
Enclosures

RECEIVED JAN 17 1995

ARTICLES OF INCORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the Corporation shall be and is:

SPIRIT MORTGAGE CORP.

2. The duration of the Corporation shall be perpetual

and the commencement of the Corporate existence shall be at the time of the filing of these Articles.

3. The general purpose of the Corporation shall be any lawful business for which a corporation may exist under Chapter 607 of the Florida Statutes.

4. The address of the principal office and the mailing address of the corporation are:

Spirit Mortgage Corp.
10570 South Federal Highway
Port St. Lucie, Florida 34952

5. The aggregate number of shares of stock of the Corporation shall be Seven Hundred Fifty (750) shares of common stock, each having a par value of One and No/100 (\$1.00) Dollar for a total authorized capitalization of Seven Hundred Fifty and No/100 (\$750.00) Dollars. Each of such shares shall be entitled to one (1) vote and no other classes of stock are authorized.

6. The street address of its initial registered office of the Corporation and the name of its initial registered agent at such address are:

J. Hal Roberts, Jr.
10570 South Federal Highway
Port St. Lucie, Florida 34952

7. The initial Board of Directors for the Corporation shall be, and their addresses are:

J. Hal Roberts, Jr.
10570 South Federal Highway
Port St. Lucie, Florida 34952


Joffrey S. Furst
10570 South Federal Highway
Port St. Lucie, Florida 34952

Dr. Raymond Isenburg
10570 South Federal Highway
Port St. Lucie, Florida 34952

8. The name and address of the incorporator hereof is:

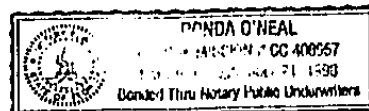
J. Hal Roberts, Jr.
10570 South Federal Highway
Port St. Lucie, Florida 34952

IN WITNESS WHEREOF, J. HAL ROBERTS, JR. the Incorporator, has hereunto set his name and seal, this the 3 day of January, 1995.


J. Hal Roberts, Jr.

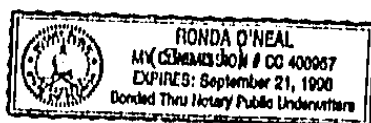
ACKNOWLEDGMENT

STATE OF FLORIDA)
COUNTY OF ST. LUCIE)



Before me, a Notary Public in and for said State and County personally appeared J. HAL ROBERTS JR., who acknowledged himself to be the Incorporator of SPIRIT MORTGAGE CORP., and that he signed his name to its Articles of Incorporation for the purposes herein contained and to have the same recorded and filed as such.

IN WITNESS WHEREOF, I have hereunto set my hand and
Notarial Seal this 3 day of January, 1995.



Ronda O'Neal
Notary Public
My Commission Expires:


CERTIFICATE DESIGNATING PLACE OF
BUSINESS OF DOMICILE FOR THE SERVICE OF
PROCESS WITHIN THIS STATE NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED

In pursuance to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That SPIRIT MORTGAGE CORP., (a corporation for profit), desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation of the County of St. Lucie, State of Florida, has named J. HAL ROBERTS, JR. OF 10570 South Federal Highway, Port St. Lucie, Florida 34952, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated Corporation, at the place designated in the Certificate, I hereby accept this act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.


J. HAL ROBERTS, JR.
10570 South Federal Highway
Port St. Lucie, FL 34952

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1995 JAN 13 AM 11:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA