

P95000022602

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
1492 W FLAGLER ST
SUITE 200
MIAMI FL 33135-00000
CONTACT: RAY STORMONT
PHONE: (305) 541-3094
FAX: (305) 541-3770

NAME: CONTINENTAL HOME FUNDING, CORP.
FAX AUDIT NUMBER: H95000003193
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DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

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3/21/95

03/21/95

Prepared By:
Frank Perez-Sian, Esq.
Fla. Bar No. 0768911
122 Minerva Avenue.
Coral Gables, FL. 33134
(305) 447-6609

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
CONTINENTAL HOME FUNDING, CORP.**

ARTICLE I. CONTINENTAL HOME FUNDING, CORP.

The name of the corporation is CONTINENTAL HOME FUNDING, CORP.

ARTICLE II. DURATION AND COMMENCEMENT OF EXISTENCE

The corporation is to have perpetual existence, commencing at the filing of these articles with the Department of State.

ARTICLE III. PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business..

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares of stock which the corporation shall have authority to issue is one hundred (100) shares of capital stock at a par value of one dollar (\$1.00) per share.

Shares of stock may be disposed of by the corporation for such consideration, having a value of not less than par value of the shares issued therefore, as is determined from time to time by vote of the majority of the outstanding stock.

Treasury shares may be disposed of by the corporation for such consideration as may be determined from time to time by vote of the majority of the outstanding stock.

The consideration for the issuance of shares or for the disposal of treasury shares may be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation. Shares may not be issued until the full amount of consideration for which shares are to be issued shall have been received by the corporation; such shares shall be deemed fully paid and nonassessable.

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The stock in the corporation shall be issued pursuant to the provisions of Section 1244 of the Internal Revenue Code.

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ARTICLE V. REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation in the State of Florida is 8920 S.W. 96th Street, Miami, Florida 33176 and Manolo Rayes, Jr. the initial registered agent of this corporation.

Having been named as registered agent on whom process may be served for the above-stated corporation, at the place designated herein, I hereby accept said appointment as registered agent.


Manolo Rayes, Jr., Registered Agent

ARTICLE VI. INCORPORATORS

The name and address of the subscriber signing these Articles is Manolo Rayes, Jr., 8920 S.W. 96th Street, Miami, Fl. 33176.

ARTICLE VII. PRINCIPAL OFFICE

The principal office of the corporation shall be located at 8920 S.W. 96th Street, Miami, Florida 33176

ARTICLE VIII. MANAGEMENT OF THE CORPORATION BY BOARD OF DIRECTORS

All corporate powers shall be exercised or under the authority of, and the business and affairs of this corporation shall be managed under the direction of a Board of Directors.

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ARTICLE IX. BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X. INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws. The name and address of the initial director of this corporation is Manolo Rayes, Jr., President,

ARTICLE XI. AMENDMENT

The corporation reserves the right to amend, alter, change or repeal any or all of the provisions contained in these Articles of Incorporation or any amendment hereto, in the manner now or hereafter prescribed by Statute, and any or all rights conferred upon the Shareholders herein granted as subject to this reservation.

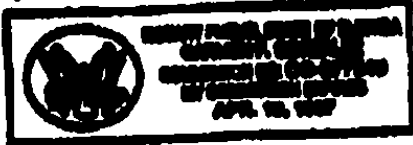
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation at Miami, Dade County, Florida, for the uses and purposes aforesaid, this 20th day of March, 1995.

H 9500000 3193

Manolo Reyes, Jr.

STATE OF FLORIDA)
COUNTY OF DADE) SS

The foregoing instrument was acknowledged before me this 20th day of March, 1995, by Manolo Reyes, Jr.



[Signature]
NOTARY PUBLIC - State of Florida

Personally known X OR Produced Identification _____

Type of Identification Produced _____

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FILED
05 MAR 21 AM 11:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM.

APPLICATION FOR REINSTATEMENT



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

FILED

96 OCT 22 AM 11:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # P95000022602

1. Corporation Name
CONTINENTAL HOME FUNDING, CORP.

Principal Place of Business

8820 S.W. 98TH STREET
MIAMI FL 33178

Mailing Address

8820 S.W. 98TH STREET
MIAMI FL 33178

If above addresses are incorrect in any way, line through incorrect information and enter correction below.

2. New Principal Office Address, if Applicable
10661 SW 88 ST. #216
Suite, Apt. #, etc.

City & State

Zip

Country

3. New Mailing Office Address, if Applicable
10661 SW 88 ST. #216
Suite, Apt. #, etc.

City & State

Zip

Country

REINSTATEMENT 96

4. Date Incorporated or Qualified To Do Business in Florida

03/21/1985

5. FEI Number

65-0565259

Applied For

Not Applicable

CERTIFICATE OF STATUS DESIRED

7. Names and Street Addresses of Each Officer and/or Director (Florida nonprofit corporations must list at least 3 directors)

Title(s)

Name of Officers and/or Directors

Street Address of Each Officer and/or Director (Do NOT Use Post Office Box Numbers)

City / State / Zip

1

PD REYES, MANOLO JR

8820 S.W. 98TH STREET

MIAMI FL 33178

500001988125--4
-10/29/96--01038--021
****375.00 ****375.00

8. Name and Address of Current Registered Agent

REYES, MANOLO JR
8820 S.W. 98TH STREET
MIAMI FL 33178

9. Name and Address of New Registered Agent

Name

Street Address (P.O. Box Number is Not Acceptable)

Suite, Apt. #, Etc.

City

State
FL

Zip Code

10. I, being appointed the registered agent of the above named corporation, am familiar with and accept the obligations of Section 607.0505, F.S.

Signature of Registered Agent

REGISTERED AGENT MUST SIGN

Date 10-18-96

11. Does this corporation pay any intangible tax to the Dept. of Revenue under S. 199.032, Florida Statutes. Yes No

(See other side for information on intangible tax.)

12. I certify that I am an officer or director or the receiver or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filing this reinstatement application, the reason for dissolution has been eliminated, the corporate name satisfies the requirements of section 607.0401 or 617.0401, F.S., that all fees owed by the corporation have been paid and the names of individuals listed on this form do not qualify for an exemption under section 119.07(3)(f), F.S. The information indicated on this application is true and accurate and my signature shall have the same legal effect as if made under oath.

SIGNATURE:

SIGNATURE AND PRINTED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

9-17-96
Date

(305) 275-0001
Daytime Phone #

CR20040 (7-96)