

P950000 104587

Peter C. Beisler
6400 Manatee Ave., West, Suite L
Bradenton, FL 34209

August 10, 1995

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-08/21/95-01007-010
****122.50 ****122.50

Secretary of State
Corporations Division
State of Florida
P.O. Box 6327
Tallahassee, FL 32314

FILED
SECRETARY OF STATE
CORPORATIONS DIVISION
95 AUG 18 1110:30

Attn.: New Corporations, For Profit.

Dear Sir/Maam;

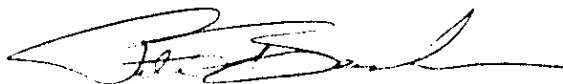
Please register this new corporation (for Profit), at your earliest convenience.

Enclosed please find our check in the amount of \$122.50 for such filing and administrative costs.

Should you have any questions, either or both incorporators are available during normal business hours at the offices of the corporation, (941) 792-0222 or by Fax at (813) 792-0504.

Your cooperation is appreciated.

Sincerely,



Peter C. Beisler

cf 8/22/95

FILED
FLORIDA STATE
ASSOCIATIONS
96 AUG 10 11:09:00

ARTICLES OF INCORPORATION
OF
MARINER MORTGAGE CORPORATION

The undersigned incorporators, for the purpose of forming a Corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE ONE - NAME

The name of the corporation is

Mariner Mortgage Corporation

ARTICLE TWO

The Corporation is to exist perpetually.

ARTICLE THREE - PURPOSE

The purposes of the Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE FOUR - CAPITAL STOCK

The shares of stock shall consist of only one class. The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of Common Stock having a Par Value of \$1.00 per share

ARTICLE FIVE - PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be 6400 Manatee Avenue, West, Suite L, Bradenton, FL 34209

ARTICLE SIX - INITIAL REGISTERED AGENT AND ADDRESS

The street address of the registered agent of this Corporation is 6400 Manatee Ave. West, Suite L, Bradenton, FL 34209, and the registered agent at such office is Peter C. Beisler

ARTICLE SEVEN - DIRECTORS

This corporation shall have two (2) directors initially. The number of Directors may be changed from time to time by the By-Laws adopted by the shareholders. The name and address of each member of the first Board of Directors is:

Peter C. Beisler
4236 Southwell Way
Sarasota, FL 34241

E. Jack Davis
6927 Rivers Edge St. Circle
Bradenton, FL 34202

ARTICLE EIGHT - SHAREHOLDER'S PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights and each shareholder of common stock of this Corporation shall have the first right (subject to adjustments to avoid the issuance of fractional shares) to purchase any unissued or treasury shares of the Corporation which from time to time may be issued (whether or not presently authorized), in the ratio that the number of shares of the common stock held at the time of the issue bear to the total number of shares of common stock outstanding. This right is waived by any holder of common stock who does not exercise it and pay for the stock preempted within thirty (30) days of his receipt of a written notice from the Corporation inviting him to exercise the right.

ARTICLE NINE - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the shareholders and approved at a Shareholders Meeting by a majority of the stock entitled to vote thereon.

FILED
CLERK OF STATE
CORPORATIONS
55 AUG 10 PM 10:30

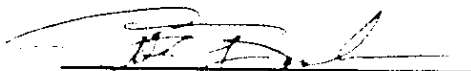
ARTICLE TEN


The name and street address of each incorporator to these articles of Incorporation are.

Peter C. Beisler
4236 Southwell Way
Sarasota, FL 34241

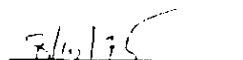
E. Jack Davis
6927 Rivers Edge St. Circle
Bradenton, FL 34202

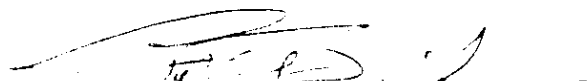
The Undersigned has executed these articles this 10th day of August, 1995


Peter C. Beisler
Incorporator


E. Jack Davis
Incorporator

Having been named as Registered Agent and to accept service of process for Mariner Mortgage Corporation, at the place designated in the Articles, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.


Date


Peter C. Beisler
Registered Agent