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Law Office

Stuzin and Camner

PROFESSIONAL ASSOCIATION
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1221 BRICKELL AVENUE
MIAMI, FLORIDA 33131-3258
(305) 577-0600

SUITE 100A
1776 N. PINE ISLAND ROAD
PLANTATION, FLORIDA 33322
(305) 474-3430

SECRET
TALLAH.

JAN 11 11:00 AM '96

PLEASE REPLY TO:

January 11, 1996

Miami

VIA FEDERAL EXPRESS

Department Of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Dear Sir or Madam:

Enclosed please find two signed copies of the Articles of Incorporation for SC Mortgage Corporation and a check in the amount of \$122.50 for the required fees. Please file one copy and return the certified copy to the undersigned using the enclosed self-addressed, stamped envelope.

Should you have any questions regarding this matter, please telephone the undersigned at (305) 577-0600. Thank you.

Sincerely,


Arlen R. Shenkman

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ARS/liz
Enclosures

117-916


ARTICLES OF INCORPORATION
FOR
SC MORTGAGE CORPORATION

FILED
96.11.11
TAMM
SHASSI

The undersigned, acting as incorporator of a corporation under the Florida Business Corporations Act, adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation is "SC MORTGAGE CORPORATION."

ARTICLE II

The principal office and mailing address of this corporation is 1221 Brickell Avenue, Suite 2500, Miami, Florida 33131.

ARTICLE III

The duration of this corporation is to be perpetual.

ARTICLE IV

The corporation may engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE V

The corporation shall have authority to issue 1,000 shares, all of one class, \$.01 par value.

ARTICLE VI

The street address of the initial registered office is 1221 Brickell Avenue, Suite 2500, Miami, Florida 33131. The name of the corporation's registered agent at such address is Earline G. Ford.

ARTICLE VII

The number of directors constituting the Board of Directors shall be fixed as provided by the bylaws, but shall not be less than one.

ARTICLE VIII

The number of directors constituting the initial Board of Directors is one, the name and address is:

Earline G. Ford
1221 Brickell Avenue
Suite 2500
Miami, Florida 33131

ARTICLE IX

The name and address of the incorporator is Earline G. Ford, 1221 Brickell Avenue, Suite 2500, Miami, Florida 33131.

ARTICLE X

FILED

This corporation shall indemnify and may insure its officers and directors to the fullest extent permitted by law currently in effect or hereinafter enacted.

SECRETARY OF
STATE

ARTICLE XI

These Articles of Incorporation may be amended in the manner authorized by law at the time of amendment.

IN WITNESS WHEREOF, I, Earline G. Ford, being the Incorporator and Registered Agent of SC Mortgage Corporation, make and file these Articles of Incorporation and, being familiar with my duties as Registered Agent of this corporation, accept the responsibilities of my position as Registered Agent this 4th day of January, 1996.

Earline G. Ford
Earline G. Ford, Incorporator
and Registered Agent

STATE OF FLORIDA)
COUNTY OF DADE)

The foregoing Articles of Incorporation were sworn to, subscribed and acknowledged before me this 4th day of January, 1996, by Earline G. Ford, Incorporator and Registered Agent, personally known by me or has produced _____ as identification.

Elizabeth Bond
Notary Public, State of Florida

My Commission Expires:
6-10905.ARS

OFFICIAL NOTARY SEAL
ELIZABETH BOND
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC489197
MY COMMISSION EXP. SEPT 25, 1999