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JANUARY 16, 1996

DARREN RASKE
13825 US HWY 19 - STE 203
HUDSON, FL 34667

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-01/19/96--01041--013
****122.50 ****122.50

DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

RE: ARTICLES OF INCORPORATION
GIBRALTAR MORTGAGE LOANS AND INVESTMENTS, INC.

GENTLEMEN:

ENCLOSED ARE COPIES OF THE ABOVE REFERENCED
ARTICLES OF INCORPORATION, IN DUPLICATE, TOGETHER WITH
MY CHECK IN THE AMOUNT OF \$122.50 TO COVER THE REQUIRED
FILING FEES. PLEASE SET THE EFFECTIVE DATE, THE DATE
OF FILING.

IT IS REQUESTED THAT YOU RETURN A CERTIFIED COPY
OF THE FILED ARTICLES TO ME AT THE FOLLOWING ADDRESS:

DARREN RASKE
13825 US HWY 19 - STE 203
HUDSON, FL 34667

THANK YOU FOR YOUR CONSIDERATION IN THIS MATTER.

VERY TRULY YOURS,


DARREN RASKE
INCORPORATOR

DR

ENC (3)

F. CHESSER JAN 24 1996

FILED
96 JAN 19 AM 10:11
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF

GIBRALTAR MORTGAGE LOANS AND INVESTMENTS, INC.

THE UNDERSIGNED SUBSCRIBERS TO THESE ARTICLES OF INCORPORATION, EACH A NATURAL PERSON, COMPETENT TO CONTRACT, HEREBY ASSOCIATE THEMSELVES TOGETHER, TO FORM A CORPORATION FOR PROFIT, UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I

THE CORPORATION WILL BE NAMED GIBRALTAR MORTGAGE LOANS AND INVESTMENTS, INC., ITS PRINCIPAL AND MAILING ADDRESSES BEING LOCATED AT 13825 US HWY 19 SUITE 203, HUDSON, FL 34667.

ARTICLE II

THE GENERAL NATURE OF BUSINESS, AND THE OBJECTS AND PURPOSES TO BE TRANSACTED AND CARRIED ON, ARE TO DO ANY AND ALL OF THE THINGS, HEREIN MENTIONED AS FULLY AND TO THE SAME EXTENT AS NATURAL PERSONS MIGHT OR COULD DO, VIZ., THE CORPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA AND SHALL POSSESS ALL OF THE POWERS GRANTED CORPORATIONS, UNDER THE PROVISIONS OF CHAPTER 607, OF THE FLORIDA STATUTES.

ARTICLE III

THE AUTHORIZED CAPITAL STOCK OF THIS CORPORATION SHALL BE 100 SHARES OF COMMON STOCK, HAVING A PAR VALUE OF \$5.00 PER SHARE.

ARTICLE IV

THE AMOUNT OF CAPITAL WITH WHICH THIS CORPORATION SHALL COMMENCE BUSINESS, SHALL BE \$500.00.

ARTICLE V

THE CORPORATION SHALL COMMENCE UPON COMPLIANCE WITH THE REQUIREMENTS OF THE FLORIDA LAW, AND ITS EXISTENCE SHALL BE PERPETUAL.

FILED
96 JAN 19 AM 11
TALLAHASSEE FLORIDA

ARTICLE VI

THE NAMES AND MAILING ADDRESSES OF THE SUBSCRIBERS TO THE CERTIFICATE OF INCORPORATION ARE:

<u>NAME</u> -----	<u>ADDRESS</u> -----
DARREN RASKE	13825 US HWY 19 - STE 203 HUDSON, FL 34667

ARTICLE VII

THE NAME AND STREET ADDRESS OF THE MEMBERS OF THE FIRST BOARD OF DIRECTORS, WHO SHALL HOLD OFFICE FOR THE FIRST YEAR OF EXISTENCE, OF THE CORPORATION OR UNTIL SUCESSORS ARE ELECTED OR APPOINTED, PURSUANT TO THE BY LAWS OF THIS CORPORATION, ARE AS FOLLOWS:

<u>NAME</u> -----	<u>ADDRESS</u> -----
DARREN RASKE	13825 US HWY 19 - STE 203 HUDSON, FL 34667

ARTICLE VIII

THE CORPORATION SHALL BE GOVERNED BY A BOARD OF DIRECTORS OF NOT LESS THAN ONE (1), NOR MORE THAN THREE (3) DIRECTORS, WITH THE EXACT NUMBER TO BE ESTABLISHED BY THE BYLAWS OF THE CORPORATION.

ARTICLE IX

THE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE MANNER PROVIDED BY LAW. EVERY AMENDMENT SHALL BE APPROVED BY A MAJORITY OF THE STOCKHOLDERS ENTITLED TO VOTE THEREON, AT A MEETING FOR SAID PURPOSE, UNLESS ALL DIRECTORS AND STOCKHOLDERS SIGN A WRITTEN STATEMENT, SETTING FORTH THEIR INTENTION THAT A CERTAIN AMENDMENT OF THESE ARTICLES BE MADE.

ARTICLE X

PURSUANT TO SECTION 48.091 OF THE FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO BE IN COMPLIANCE WITH SAID ACT:

GIBRALTAR MORTGAGE LOANS AND INVESTMENTS, INC. DESIRES TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA, ITS REGISTERED OFFICE IS LOCATED AT 13825 US HWY 19 - STE 203, HUDSON, FL, AND HAS NAMED DARREN RASKE WHO RESIDES AT 13825 US HWY 19 - STE 203, HUDSON, FL, REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS IN THIS STATE, AT THE ABOVE ADDRESS.

IN WITNESS WHEREOF, WE HAVE HEREUNTO SET OUR HAND AND SEAL THIS ____ DAY OF ____, 1996.

AS TO ALL INCORPORATORS:

Melissa Damico
Melissa Damico WITNESS
}
Bonnie Lyons
Bonnie Lyons WITNESS
}

Darren Raske
DARREN RASKE, INCORPORATOR

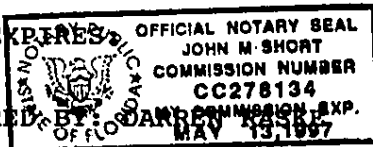
STATE OF FLORIDA

COUNTY OF PASCO

BEFORE ME, THE UNDERSIGNED AUTHORITY, PERSONALLY APPEARED, DARREN RASKE, THE INCORPORATOR DESCRIBED IN THE FOREGOING ARTICLES OF INCORPORATION, WHO AFTER BEING DULY SWORN, SAYS THAT HE EXECUTED SAID ARTICLES OF INCORPORATION FOR THE PURPOSES AS THERIN EXPRESSED.

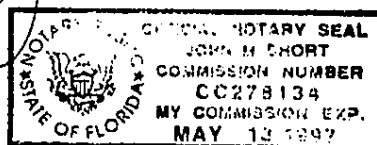
SWORN TO AND SUBSCRIBED BEFORE ME THIS 16 DAY OF JAN A.D. 1996
ID EXAMINED FL. D.L.

MY COMMISSION EXPIRES



DOCUMENT PREPARED BY: DARREN RASKE

John M. Short
NOTARY PUBLIC



ACKNOWLEDGEMENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE FOREGOING CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT TO ACT IN THIS CAPACITY, AND DO AGREE TO COMPLY WITH THE PROVISIONS OF SAID ACT RELATIVE TO KEEPING OPEN SAID OFFICE.



DARREN RASKE
REGISTERED AGENT

STATE OF FLORIDA
COUNTY OF PASCO

BEFORE ME, THE UNDERSIGNED AUTHORITY, PERSONALLY APPEARED DARREN RASKE, KNOWN TO ME TO BE THE SAME PERSON DESCRIBED IN THE FOREGOING ACKNOWLEDGEMENT, WHO, AFTER BEING DULY SWORN, DEPOSES AND SAYS THAT HE EXECUTED SAID ACKNOWLEDGEMENT FOR THE PURPOSES AS THEREIN EXPRESSED.

SWORN TO AND SUBSCRIBED BEFORE ME THIS ____ DAY OF ____ A.D. 1996
IDENTIFICATION EXAMINED _____

MY COMMISSION EXPIRES:


NOTARY PUBLIC

DOCUMENT PREPARED BY: DARREN RASKE