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TALLAHASSEE, FL 32301
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96 APR 15 PM 4:16 96 APR 15 PM 2:32

DIVISION OF CORPORATION SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CSC networks

PROFESSIONAL
LEGAL & FINANCIAL SERVICES

STATE OF FLORIDA - DEPARTMENT OF REVENUE

FILED FOR: PATRICIA PIZZUTO

ADDRESS: 100001781391

Patricia Pizzuto

DATE: 4/15/96

ORDER NO.: 100001781391

ORDER DATE: 4/15/96

100001781391

ORDER NO.: 016800

CUSTOMER NO.: 05736

CUSTOMER: C. Ted French, Esq.
GICKINSON & GIBBONS, P.A.

1750 Ringling Boulevard

Sarasota, FL 34236

DOMESTIC FILING

NAME: THE MORTGAGE GROUP, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Victoria L. Perez

EXAMINER'S INITIALS:

HA
A-1696

ARTICLES OF INCORPORATION
OF
THE MORTGAGE GROUP, INC.

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SECRET
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

Article 1. Name and Address. The name and address of the Corporation is: The Mortgage Group, Inc., 5263 South Tamiami Trail, Sarasota, Florida 34231.

Article 2. Duration. The duration of the Corporation is perpetual.

Article 3. Purpose. The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

Article 4. Capital Stock. The aggregate number of shares which the Corporation is authorized to issue is 7,500 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

Article 5. Initial Registered Office and Agent. The street address of the initial Registered Office of the Corporation is 5263 South Tamiami Trail, Sarasota, Florida 34231 and the name of its initial Registered Agent at that address is Jerry P. Jeter.

Article 6. Initial Board of Directors. The number of Directors constituting the initial Board of Directors is two. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The name and address of each initial Director of the Corporation is as follows:

Jerry P. Jeter, 5263 S. Tamiami Trail, Sarasota, FL 34231
Douglas C. McCray, 5263 S. Tamiami Trail, Sarasota, FL 34231

Article 7. Incorporators. The name and address of each Incorporator is as follows:

Camden T. French, 1750 Ringling Blvd., Sarasota, FL 34236

Article 8. Amendment. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 9th day of April, 1996.


Camden T. French, Incorporator

STATE OF FLORIDA)
 : SS.
COUNTY OF SARASOTA)

Before me personally appeared CAMDEN T. FRENCH, to me personally known and known to me to be the persons described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed and he did not take an oath.

WITNESS my hand and official seal this 9th day of April, 1996.


Notary Public

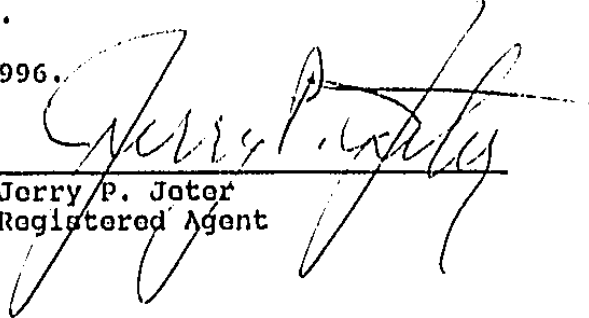


CAROL A. WALTERS
My Commission CC4301118
Expires Dec 28 1998
Bonded by HAI
R00-422 1545

ACCEPTANCE BY REGISTERED AGENT

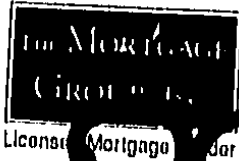
The undersigned hereby accepts the appointment as Registered Agent of The Mortgage Group, Inc., which is contained in the foregoing Articles of Incorporation.

DATED this 9th day of April, 1996.



Jerry P. Jeter
Registered Agent

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TALLAHASSEE, FLORIDA



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October, 1996

FLORIDA DEPARTMENT OF STATE
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Re. The Mortgage Group, Inc.
P96000033058
Change of Address

Gentlemen;

Please be advised that the above referenced company has a change of address from:
The Mortgage Group, Inc.
5263 S. Tamiami Trail
Sarasota, Florida 34231

to:
The Mortgage Group, Inc.
1713 Manatee Ave. West
Bradenton, Florida 34205

Thank you for your assistance.

Sincerely,

Jerry P. Jeter
CEO

1713 MANATEE AVE. WEST, BRADENTON, FL 34205
PHONE: (941) 747-4449 • FAX: (941) 748-3938