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((H96000005397))) ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS FROM: RICARDO MARTINEZ-CID, P.A.

DEPARTMENT OF STATE

1699 CORAL WAY

STATE OF FLORIDA

SUITE 510

409 EAST GAINES STREET

MIAMI FL 33145-

TALLAHASSEE, FL 32399

CONTACT: RICARDO MARTINEZ-CID

FAX: (904) 922-4000

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((H96000005397))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: MIAFINANCE MORTGAGE CORPORATION

FAX AUDIT NUMBER: H96000005397

CURRENT STATUS: REQUESTED

DATE REQUESTED: 04/17/1996

TIME REQUESTED: 10:15:10

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

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TALLAHASSEE, FLORIDA

RICARDO MARTINEZ-CID
PROFESSIONAL ASSOCIATION
ATTORNEY AT LAW

CORAL WAY BANKING CENTER • 1888 CORAL WAY • SUITE 510 • MIAMI, FLORIDA 33145 • 2660 • TELEPHONE (305) 888-7494 • FACSIMILE (305) 888-2513

April 16, 1996

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

Re: MIAFINANCE MORTGAGE CORPORATION

Gentlemen:

The following documents are for filing with your office in connection with the captioned corporation:

1. Articles of Incorporation - 2 sets.
2. Certificate of Registered Agent.
3. Check in the amount of \$122.50 covering the following:

Filing fee.....	35.00
Certified copy of	
Articles of Incorporation	52.50
Certificate of Registered	
Agent.....	<u>35.00</u>
	\$122.50

Upon filing of these documents, please send me one certified copy of the Articles of Incorporation.

Thank you for your cooperation.

Sincerely yours,



Ricardo Martinez-Cid

RMC/pr

cc: Client

encls.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H 96 00000 5397

ARTICLES OF INCORPORATION
OF
MIAFINANCE MORTGAGE CORPORATION

Article I - Name

The name of this corporation is MIAFINANCE MORTGAGE CORPORATION.

Article II - Purpose

This corporation is organized to provide to provide loan and other quality financial services, and for all other lawful businesses.

Article III- Capital Stock

This corporation is authorized to issue Ten Thousand (10,000) shares of One and No/100 (\$1.00) Dollar par value common stock.

Article IV - Preemptive Rights

Every shareholder, upon the sale for cash of any new common stock of this corporation, shall have the right to purchase his pro-rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article V - Initial Principal, Registered Office and Agent

The initial principal address and registered office of this corporation is 10250 S.W. 56 Street, Suite A-101, Miami, Florida 33165.

The name of the initial Registered Agent of this corporation is JULIAN LINARES of 10250 S.W. 56 Street, Suite A-101, Miami, Florida 33165.

Article VI - Initial Board of Directors and Officers

This corporation shall have one (1) director initially. The number of directors may either increase or diminish from time to time by the by-laws, but shall never be less than one (1). The initial directors of this corporation are JULIAN LINARES of 10250 S.W. 56 Street, Suite A-101, Miami, Florida 33165, who shall also serve as the initial president/treasurer/secretary of the corporation.

Prepared by: Ricardo Martinez-Cid
1699 Coral Way, Suite 510, Miami, Florida 33145
Telephone (305) 859-7494/ Facsimile (305) 858-2513
FLORIDA BAR NO. 157029 / AUDIT NUMBER: H 96 00000 5397

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Article VII - Incorporator

The name and address of the persons signing these Articles is JULIAN LINARES of 10250 S.W. 56 Street, Suite A-101, Miami, Florida 33165.

Article VIII - Beginning of Corporate Existence

This corporation shall begin its corporate existence on the date these articles are filed with the Secretary of State.

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.

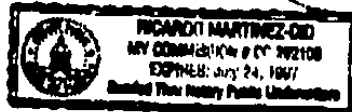
IN WITNESS WHEREOF, the undersigned incorporated has executed these Articles of Incorporated, this April 16, 1996.


JULIAN LINARES

STATE OF FLORIDA)
) SS.
COUNTY OF DADE)

BEFORE ME, the undersigned Notary Public, personally appeared JULIAN LINARES, is personally known to me or provided his Florida driver's license as identification, and he acknowledged before me that he executed the same, and he did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Miami, Dade County, Florida, this April 16, 1996.




Notary Public
State of Florida at Large

Prepared by: Ricardo Martinez-Cid
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CERTIFICATE DESIGNATING THE ADDRESS AND
AN AGENT UPON WHOM PROCESS MAY BE SERVED

WITNESSETH:

That MIAFINANCE MORTGAGE CORPORATION, desiring to organize under the laws of the State of Florida, which will have its principal office in the State of Florida, County of Dade, has named JULIAN LINARES, located at 10250 S.W. 56 Street, Suite A-101, Miami, Florida 33165, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named by the first Board of Directors
MIAFINANCE MORTGAGE CORPORATION
to accept service of process for the above-stated corporation,
the place designated in this Certificate, I hereby agree to act
in the capacity of Registered Agent for said corporation, and agree to
comply with the applicable provisions of the Florida Statutes this
April 16, 1996.


JULIAN LINARES
Registered Agent

Prepared by: Ricardo Martinez-Cid
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