

WEST HOWARD BANKRUPTCY CENTER
K. DRAKE OZMENT, ESQUIRE

1000 WEST COMMERCIAL BOULEVARD
SUITE 200
FORT LAUDERDALE, FLORIDA 33309

ADMITTED IN:
STATE OF FLORIDA
STATE OF GEORGIA
SOUTHERN DISTRICT OF FLORIDA

TELEPHONE: (305) 466-4100
TELEFAX: (305) 466-5302

P96000040245

May 1, 1996

Secretary of State
Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 5588
Tallahassee, Florida 32314

Re: ARTICLES OF INCORPORATION - BEE LINE MORTGAGE CORPORATION

Dear Sir or Madam:

Enclosed please find two (2) original Articles of Incorporation and one (1) copy for certification for the above referenced corporation. Also enclosed please find a check in the amount of \$122.75 made payable to the Secretary of State, said funds remitted as payment in full for filing fees, certified copy fees, designation of resident agent fees, etc.

Please file the Articles and return one (1) certified copy of the corporation thereof to the undersigned at your earliest convenience.

If you have any comments or questions, please advise.

Very truly yours,



K. DRAKE OZMENT, ESQ.
KDO:ds
Enclosures

RECEIVED
DIVISION OF CORPORATIONS
MAY 1 1996

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-05/16/96-01109-003
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RECEIVED
96 MAY -6 AM 8:47
DIVISION OF CORPORATIONS

96/5/10/96

ARTICLES OF INCORPORATION

OF

BEE LINE MORTGAGE CORPORATION

FILED
IN THE OFFICE OF THE
CLERK OF THE CIRCUIT COURT
96 MAY -6 AM 11:46

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

1. **NAME:** The name of the Corporation is: **BEE LINE MORTGAGE CORPORATION.**

2. **DURATION:** The period of its duration is perpetual.

3. **PURPOSE:** The general purpose for which the Corporation is organized is for the transaction of any or all lawful business for which Corporations may be incorporated under the Florida General Corporation Act.

4. **CAPITAL STOCK:** Authorized shares. The maximum number of shares of capital stock that this Corporation is authorized to have outstanding at any time shall be 1,000 shares of common stock with a par value of \$1.00 each.

5. **PRINCIPAL OFFICE:** The principal place of business of this Corporation shall be located at 600 Prospect Plaza, 600 N.W. 44th Street, Oakland Park, FL 33309, or at such places within or without the State of Florida as the Board of Directors shall by appropriate action hereafter from time to time determine.

6. **INITIAL REGISTERED AGENT:** Joseph Battista
600 Prospect Plaza
600 N.W. 44th Street
Oakland Park, FL 33309

7. **INITIAL BOARD OF DIRECTORS:** The Corporation shall have one (1) Director initially. The number of Directors may be either increased or decreased from time to time by an amendment of the by-laws of the Corporation in the manner provided by law, but shall never be less than one (1) Director.

The name and address of the Director of the Corporation is:

NAME

ADDRESS

Joseph Battista

600 Prospect Plaza
600 N.W. 44th Street
Oakland Park, FL 33309

8. **AMENDMENT OF ARTICLES:** The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders in subject to this reservation.

9. **INDEMNIFICATION:** To the extent permitted by law, the Corporation shall indemnify any Officer or Director, or any former Officer or Director in the manner set out and provided for in the by-laws of the Corporation.

10. **INCORPORATOR:** The name and address of the incorporator is:

NAME	ADDRESS
Joseph Battista	600 Prospect Plaza 600 N.W. 44th Street Oakland Park, FL 33309

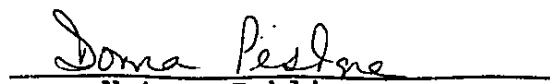
IN WITNESS WHEREOF, the undersigned Director has executed these Articles of Incorporation this 1st day of May, 1996.


JOSEPH BATTISTA

STATE OF FLORIDA)
) SS
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared JOSEPH BATTISTA, to me well known to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged to and before me, that he executed the same for the purposes therein expressed.

1 IN WITNESS HEREOF, I have hereunto set my hand and seal this day of May, 1996.


Notary Public

OFFICIAL NOTARY SEAL
DONNA PESTANA
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC258389
MY COMMISSION EXP. MAY 7, 1997

CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE. NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED.

IN PURSUANCE OF CHAPTER 48.091 OF THE FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED IN COMPLIANCE WITH SAID ACT.

FIRST that BEE LINE MORTGAGE CORPORATION, desiring to
organize under the laws of the State of Florida with its principal
office, as indicated in the Articles of Incorporation at 600
Prospect Plaza, 600 N.W. 44th Street, Oakland Park, FL 33309
(Broward County), has named JOSEPH BATTISTA, as its agent(s) to
accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above
stated corporation, at place designated in this Certificate, I
HEREBY ACCEPT to act in this capacity, and agree to comply with the
provision of said Act relative to keeping open said office. I
hereby am familiar with and accept the duties and responsibilities
as registered agent for said corporation.

Dated: 5/1/96

By:

Joseph Battista
JOSEPH BATTISTA

Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY -6 AM 11:44