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NAME: A>:THE MORTGAGE SOURCE INC.
FAX AUDIT NUMBER: H96000007879 CURRENT STATUS: REQUESTED
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ARTICLES OF INCORPORATION
OF
A>: THE MORTGAGE SOURCE INC.

MAUREY R. SWINFORD, the undersigned to these Articles of Incorporation, who is a natural person, competent to contract, hereby forms a corporation under the Laws of the State of Florida.

ARTICLE I
NAME OF THE CORPORATION

The name of this corporation shall be A>: THE MORTGAGE SOURCE

ARTICLE II
PURPOSE

This corporation is organized for the following purposes: residential and commercial lending business and for any other purpose or purposes allowed under the laws of the State of Florida, and the laws of the United States.

ARTICLE III
TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE IV
PRINCIPAL PLACE OF BUSINESS

The initial street address and the principal office of this corporation is 8677 Lake Worth Road, Florida, 33467. *Lake Worth* The Board of Directors may from time to time move the principal office to any other address.

RICHARD J. MONESCALCHI
ATTORNEY AT LAW
7500 LAKE WORTH RD., SUITE 102
LAKE WORTH, FLORIDA 33467

386-812
(407)968-7877

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ARTICLE V

DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time in accordance with the procedure specified in the corporation's By-Laws. The number of directors shall never be fewer than one. The name and address of the initial directors of this corporation are:

Name

Address

Maurey R. Swinford

4247 Lander Circle South
Lake Worth, FL 33463

ARTICLE VI

INCORPORATORS

The name and address of the incorporator signing these Articles of Incorporation is:

Name

Address

Maurey R. Swinford

4247 Lander Circle South
Lake Worth, FL 33463

ARTICLE VII

REGISTERED AGENT

The initial designation of the registered office of this corporation shall be at 6677 Lake Worth Road, Lake Worth, Florida 33467, and the Registered Agent shall be Maurey R. Swinford.

Pursuant to Florida Statutes, having been named to accept process for the above stated corporation at the place designated in these Articles of Incorporation, I hereby

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accept and agree to act in this capacity and agree to comply with all the provisions of said Statutes relative to the proper and complete performance of my duties.

Mauroy R. Swinford

ARTICLE VIII

CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of stock at ONE AND NO/100 (\$1.00) DOLLAR par value, which stock shall be designated in "common shares".

ARTICLE IX

CUMULATIVE VOTING

At each election for directors, every shareholder entitled to vote at such election shall have the right to cumulate his votes, by giving one candidate as many votes as the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

ARTICLE X

MEETING BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate at the meetings of the Board of Directors as provided by law, by means of conference telephone or similar communication equipment, by means of which all persons participating in the meeting can hear each other at the same time. Participation by such means shall constitute presence in person at the meeting.

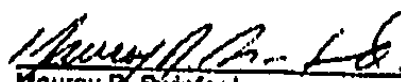
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ARTICLE XI
AMENDMENTS

These Articles of Incorporation may be amended in the manner as provided by law.
The corporation reserves the right to amend or repeal any provisions contained herein or
any amendment hereto.

IN WITNESS WHEREOF, I, the incorporator of the above named corporation, have
set my hand and seal this ____ day of June, 1998.


Maurey R. Swinford

STATE OF FLORIDA
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the
State and County last aforesaid to take acknowledgments, personally appeared Maurey
R. Swinford, known to me to be the person described as an incorporator in, and who
executed the foregoing Articles of Incorporation and that he acknowledged before me that
he subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the State and County last aforesaid this
____ day of June, 1998.

My Commission Expires:

Notary Public

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: A>: The Mortgage Source, Inc.
2. The name and address of the registered agent office is:

Maurey R. Swinford
6677 Lake Worth Road
Lake Worth, FL 33467

Maurey R. Swinford
SIGNATURE
TITLE: President
DATE: 6-4-96

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY, I FURTHER, AGREE TO COMPLY WITH THE PROVISION OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Maurey R. Swinford
SIGNATURE
DATE: 6-4-96

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