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August 19, 1996

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

Re: Enclosed

Department of State:

Enclosed are an original and a copy of the Articles Of Incorporation of the above referenced corporation. Please file the original, indicate the filing date on the copy, and return the copy to me.

Also enclosed is a check covering the fees and charges for the items listed below, as indicated:

- 1. Articles Of Incorporation filing fee, \$35.00.
- 2. Certified copy of Articles Of Incorporation, \$52.50.
- 3. Registered Agent Designation Filing Fee, \$35.00.

If the corporation name requested is not available, please call us immediately. Thank you for your cooperation.

Sincerely,



David P. Thompson

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AUG 22 1996

BSB

W96-17634

COAIFL

FILED
96 AUG 21 AM 8:49
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

8/23/96 CORPORATE DETAIL RECORD SCREEN 8:14 AM
NUMBER: W96000017634 REJECTED FILING REJ: 08/22/1996
NAME : MORTGAGE CONCEPTS, INC. *****
CROSS REF: DO NOT REJECT PLEASE CHANGE NAME TO SECURITY TRUST MORTGAGE
CORP. IF QUESTIONS CALL MARTIN SELDEN AT 941 947-2557
SUBMIT BY: MARTIN SELDEN
USER ID : DUCKLEY_T

ARTICLES OF INCORPORATION
OF
~~MORTGAGE CONCEPTS INC~~
SECURITY TRUST MORTGAGE CORP.

FILED
96 AUG 21 AM 8:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation shall be ~~XXXXXXXXXXXXXXXXXXXX~~ SECURITY TRUST MORTGAGE CORP.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation by the The Department of State. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of engaging in the transaction of any and all business activities permitted under the laws of Florida and the United States Of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 100 par value shares of common capital stock.

ARTICLE V. MANAGEMENT BY SHAREHOLDERS

This corporation shall have no Directors. All the business and affairs of this corporation shall be managed by the shareholders.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

Articles Of Incorporation Of ~~MORTGAGE CONCEPTS INC~~ SECURITY TRUST MORTGAGE CORP.

ARTICLE VII. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain Transfer Restrictions Imposed By This Corporation's Articles Of Incorporation, A Copy Of Which Is On File At This Corporation's Principal Office."

ARTICLE VIII. INDEMNIFICATION

This corporation shall indemnify any officer, employee, or agent, and any former officer, employee, or agent, to the full extent permitted by law.

ARTICLE IX. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office and the address of this corporation's initial registered office shall be:

27293 PINECREST LANE
BONITA SPRINGS, FLORIDA 33923 .

Articles Of Incorporation Of ~~SECURITY TRUST MORTGAGE CORP.~~
~~MORTGAGE TRUST COMPANY~~

The name of the individual who shall serve as this corporation's initial registered agent at that address is:

MARTIN REX SELDEN

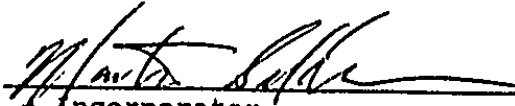
ARTICLE X. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator are:

MARTIN REX SELDEN
27293 PINECREST LANE
BONITA SPRINGS, FLORIDA 33923
34135

ARTICLE XI. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.


Incorporator

I hereby accept my designation as resident agent and agree to serve as the resident agent of ~~MORTGAGE TRUST MORTGAGE CORP.~~ SECURITY TRUST MORTGAGE CORP. I hereby state that I am familiar with, and accept the duties and responsibilities as registered agent for ~~MORTGAGE TRUST MORTGAGE CORP.~~ SECURITY TRUST MORTGAGE CORP.


- Registered Agent

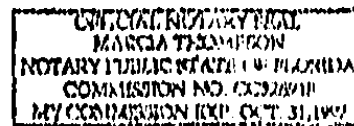
State Of Florida
County Of Collier

On 8/18/96, , designated above as the individual who shall serve as the corporation's initial registered agent and incorporator, who is personally known to me, or produced a Florida driver's license as identification, personally appeared before me at the time of notarization, and, after being given the

SECURITY TRUST MORTGAGE CORP.
Articles Of Incorporation Of ~~MORTGAGE TRUST MORTGAGE CORP.~~ SECURITY TRUST MORTGAGE CORP.

oath, acknowledged signing these Articles of Incorporation Of
~~MORTGAGE TRUST MORTGAGE CORP.~~
SECURITY TRUST MORTGAGE CORP.

Marcia Thompson
Notary Public



Marcia Thompson
(Notary Public - Printed Or Typed Name)

Commission Expiration Date & Commission Number:

(SEAL)

Articles of Incorporation Of ~~MORTGAGE TRUST MORTGAGE CORP.~~
SECURITY TRUST MORTGAGE CORP.