96 OCT -4 PH 1: 42

SECRETARY OF TATE TALLAHASSEE, FLORIDA

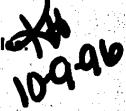
Department of State Division of Corporations P. O. Box 6327 Taliahassee, FL 32314

SUBJECT: __

200001965042 -10/04/96--01037--011 ****131.25 ****131.25

SUBJECT: Wal	<u>latroc</u> <u>Mort</u> Proposed corporate	gage and Inves name - must include si	tments, In c iffix)	f•		
Enclosed is an origina for :	I and one (1) c	ppy of the articles o	of incorporation	and a check		
Filing Fee	Filing Fee & Certificate	Filing Fee & Certified Copy Additional Cop	Filing Fee, Certified Copy & Certificate y Required			
FROM:	Wallstre	et Mortgage an	d Investmen	nts, Inc.		
	Name (printed or typed)					
	3000 N.	E. 30th Place,	Suite 205			
	City, State & Zip (954) 755-1374					
	Daytime	Telephone number				

NOTE: Please provide the original and one copy of the article



ARTICLES OF INCORPORATION

96 OCT LED
TALLATISSINGS LONGE
Florida Business LONGE

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business. Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Wallstreet Mortgage and Investments, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

3000 N. E. 30th Place, Suite 205 Ft. Lauderdale, FL 33306

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,000 Shares, \$1.00 per value stock.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS
The name and address of the initial registered agent is:

Gil Garone 3000 N. E. 30th Place Suite 205 Ft. Lauderdale, FL 33306

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Gil Garone, President and Director Alfred A. Florio, Vice President and Director Paula A. Garone, Secretary/Treasurer and Director

3000 N. E. 30th Place, Suite 205 Ft. Lauderdale, FL 33306

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

(An additional article must be added if an effective date is requested.)

Signature

Signature

Signature

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES OTHE 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:	Wallstreet Mortgage and Investme			vestments, In
2.	The name and address of the registe	ered agent and office	is:		
	Gil	l Garone			
		(NAME)			
	300	00 N. E. 30th I	Place, Sui	te 205	
		or Mail Drop Box NOT. Lauderdale, F			
		(CITY/STATE/ZIP)		and the second	

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 provisions 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.

Signature)

10/1/96 (DATE)