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November 16, 1996

Secretary Of State
Division Of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RECEIVED
SECRETARY OF STATE
NOV 21 AM 10:01

Re: Creative Mortgage Lenders, Inc.
Mailing Address: 10387 Gandy Blvd., Ste. 103
St. Petersburg, Florida 33702

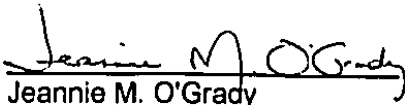
To whom it may concern,

Enclosed, please find the original and one copy of Articles of Incorporation,
together with a check in the amount of \$ 70.00.

This is for the cost of the filing fees, A certified copy of Articles Of Incorporation
and the fee for registered agent designation for the above named corporation.

Thank you for your service.

Sincerely,


Jeannie M. O'Grady

Creative Mortgage Lenders, Inc.
Phone: (813) 578-2393 / Fax: (813) 898-0190

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**ARTICLE OF INCORPORATION
OF
CREATIVE MORTGAGE LENDERS, INC.**

ARTICLE I - NAME

The name of this corporation is Creative Mortgage Lenders, Inc.

ARTICLE II - PRINCIPLE OFFICE

The address of the Principle Office address and mailing address of the corporation is 10387 Gandy Blvd., Suite 103, St. Petersburg, Florida 33702

ARTICLE III - PURPOSE

This corporation is organized for the purpose of engaging in and conducting any or all lawful business, and doing all acts and things as are incidental to the foregoing or necessary or convenient to carry on the business of the corporation or to effect or promote the purpose for which the corporation is formed.

ARTICLE IV - CAPITOL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of common stock with a par value of Ten (\$10.00) per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 10387 Gandy Blvd., Suite 103, St. Petersburg, Florida 33702, and that the name of the initial registered agent of this corporation at that address is Jeannie M. O'Grady.

ARTICLE VI - INCORPORATOR

The name and address of the person signing these Articles is:

Jeannie M. O'Grady
923 Eden Isle Drive N.E.
St. Petersburg, Florida 33704

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ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one directors initially. The number of directors may be increased or diminished from time to time by the bylaws. The names and addresses of the initial directors of this corporation are:

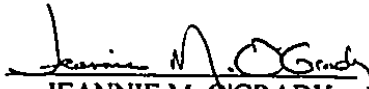
Jeannie M. O'Grady
923 Eden Isle Drive N.E.
St. Petersburg, Florida 33704

ARTICLE VIII - AMENDMENT

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the board of directors, proposed to them by the stockholders, and approved at a stockholders meeting by a majority vote thereon.

I, THE UNDERSIGNED, being the original subscriber of the capitol stock hereinafter mentioned, and for the transaction of business under the provisions of the laws of Florida, do make, sign, acknowledge and file in the office of the Secretary of State, this Certificate of Incorporation.

WITNESS my hand and seal this 16th day of November, 1996.

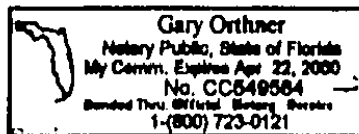

JEANNIE M. O'GRADY

STATE OF FLORIDA }
COUNTY OF **PINELLAS** }

BEFORE ME, the undersigned authority personally appeared JEANNIE O'GRADY, to me personally known and known to be the subscriber and person named in the foregoing charter of CREATIVE MORTGAGE LENDERS, INC. who being by me first duly sworn, deposed and says that

it is intended in good faith to carry out the purposes and objectives as set forth in the foregoing proposed charter.

IN WITNESS WHEREOF, I have here unto set my hand and official seal, in the state and County, this 16th day of November, 1996.



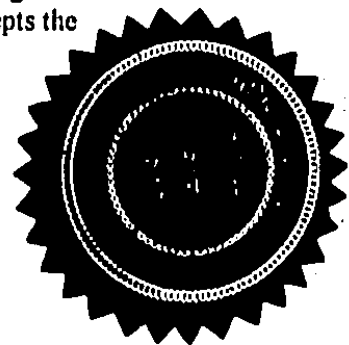
Gary Orthner
Notary Public GARY ORTHNER

My Commission Expires: Apr. 22, 2000

CONSENT OF REGISTERED AGENT

Having been named as registered agent for this corporation at the registered office designated in the foregoing Articles of Incorporation, the undersigned accepts the designation.

By: *Jeannie M. O'Grady*
JEANNIE M. O'GRADY



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

Creative Mortgage Lenders, Inc.
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 10387 Gandy Blvd., Suite 103
St. Petersburg Florida 33702

has named Jeannie M. O'Grady
located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation at
the place designated in this certificate, I hereby accept to act in this capacity, and agree
to comply with the provisions of Florida Law in keeping open said office.

Jeannie M. O'Grady
(registered agent)