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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: GL MORTGAGE ASSOCIATES, INC

AUDIT NUMBER.....H96000017735

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 4

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ARTICLES OF INCORPORATION
OF
GL MORTGAGE ASSOCIATES, INC.

The undersigned subscriber to these Articles of Incorporation, natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I NAME

The name of the Corporation is GL MORTGAGE ASSOCIATES, INC.

ARTICLE II NATURE OF BUSINESS

The nature of business to be transacted by this Corporation is to carry on in any capacity and business deemed legal in the State of Florida.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is 100 shares of common voting stock, each share having a par value of \$1.00.

ARTICLE IV INITIAL CAPITAL

The amount of capital with which the Corporation shall begin business is \$100.00.

ARTICLE V TERM OF EXISTENCE

The Corporation shall have perpetual existence unless sooner dissolved according to the law.

ARTICLE VI ADDRESS

The initial street address of the principal office of this Corporation is to be at 4389 Hunting Trail, Lake Worth, FL 33467.

The Board of Directors may from time to time designate such other address and place for the principal office of this Corporation as it may see fit.

Donna R. Joseph, Esq.
(305) 899-8588
12865 W. Dixie Hwy
2nd Floor
N. Miami, FL 33161
FBN. 827861

H96000017735

H96000017735

ARTICLE VII DIRECTORS

The Corporation shall have two Director(s) initially. The number of directors may be increased or diminished from time to time by the By-laws, but shall never be less than one.

ARTICLE VIII INITIAL DIRECTORS

The name and street address of the initial directors who shall hold office until his successor(s) are elected and have qualified is as follows:

George P. Mesk, 4389 Hunting Trail, Lake Worth, FL 33467
Loris Y. Mesk, 4389 Hunting Trail, Lake Worth, FL 33467

ARTICLE IX INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is the same as in Article IX.

ARTICLE X EFFECTIVE DATE

These Articles of Incorporation shall be effective upon acceptance by the Secretary of State.

ARTICLE XI AMENDMENT

Amendments to these Articles of Incorporation must be approved at a stockholders meeting by a majority of the stockholders entitled to vote thereon.

The corporation shall indemnify directors or officers, or subscribers and their heirs, and assigns, against all expenses, actually and necessarily incurred in connection with the defense or settlement of any claim action, suit or proceeding in which they be reason of being or having been directors or officers, except in relation to matters as to which any such directors or officer shall be adjudged to be liable for gross negligence or willful misconduct in the performance of duty. Such indemnification shall be in addition to any other rights to which the indemnification may be entitled under the law, or by-law, agreement, vote of stockholders, or otherwise.

The private property of the Stockholders shall not be subject to the payment of the corporate debts in any extent whatever.

ARTICLE XII REGISTERED AGENT

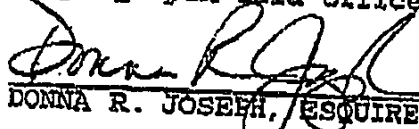
That in pursuant with Chapter 48.091, Florida Statutes, the Corporation has named: Donna R. Joseph, Esquire, 12865 W. Dixie Highway, North Miami, FL 33161, as its agent to accept service of process within this State.

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ACKNOWLEDGEMENT

H96000017735

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 said Act relative to keeping open said office.


DONNA R. JOSEPH, ESQUIRE

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed these foregoing Articles of Incorporation under the laws of the State of Florida, this 18th day of December, 1996.


GEORGE P. MESK


LORIS Y. MESK

STATE OF FLORIDA)

COUNTY OF DADE)

ss.

BEFORE ME the undersigned authority personally appeared, George P. Mesk and Loris Y. Mesk, to me well known and known by me to be the individuals described in, and who executed the foregoing Certificate of Incorporation, and who has acknowledged before me that they executed the same for the purposes therein expressed.

personally known or
produced FLA. D.L. as identification

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at Miami, Dade Co. Florida on this 18th day of February, 1995.


NOTARY PUBLIC, State of Florida

My Commission Expires:



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