

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

NAME _____
FIRM _____
ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

.....
REQUEST TAKEN CONFIRMED APPROVED
DATE _____
TIME _____ CK No. _____
BY ARP _____

WALK-IN Will Pick Up 12 430 JP 1/2
11-2529-7 POWERS INC., THOMASVILLE, GA.

RE: Alliance Mortgage
& Insurance Services, Inc.

	C.C. FEE.	DISBURSED
Capital Express™		
Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
() Cert. Copy(s)		
Art. of Amend. File		
Dissolution/Withdrawal		
C U S-		
Fictitious Name File		
Name Reservation		
Annual Report/Reinstatement	***122.50	***122.50
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s. Copies		
Courier Service		
Shipping/Handling		
Phone ()		
Top Priority		
Express Mail Prep.		
FAX () pgs.		

SUBTOTALS _____

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$
.....	\$

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

97 JAN -12 PM 3:26
RECEIVED
TALLAHASSEE, FL 32301

FILED

ARTICLES OF INCORPORATION
OF
ALLIANCE MORTGAGE & INSURANCE SERVICES, INC.

FILED
97 JAN -2 PM 3:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 1. NAME

The name of this corporation shall be Alliance Mortgage & Insurance Services, Inc.

ARTICLE 2. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles of Incorporation by the SECRETARY OF THE STATE. This corporation's duration shall be perpetual.

ARTICLE 3. PURPOSE

This corporation is being organized for the purpose engaging in the practice of providing mortgage and insurance services throughout the region and all lawful business for which corporations may be incorporated under the Florida General Corporation Act engaging in the transaction of any and all business activities permitted under the laws of FLORIDA and the United States Of America.

ARTICLE 4. CAPITAL STOCK

This corporation shall have the authority to issue 1,000 shares of common stock with a par value \$1.00 per share value shares of common stock.

Articles Of Incorporation Of Alliance & Insurance Services, Inc.

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ARTICLE 5. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares 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 may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

ARTICLE 6. 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 the 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 the 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 or 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

Articles Of Incorporation Of Alliance Mortgage & Insurance Services, Inc.

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personal representative of the shareholder.

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

"These Shares Are 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 8. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board Of Directors shall be two (2) directors.

The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the Initial Board Of Directors are:

Robert Bryan Oglesby
3003 South Hwy., Suite F
Lynn Haven, Florida 32444

Terry Joseph Nadcau
3003 South Hwy. 77, Suite F
Lynn Haven, Florida 32444

Article 8. INDEMNIFICATION

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

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ARTICLE 9. 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:

3003 South Hwy. 77 Suite F

Lynn Haven, Florida 32444

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

Robert Bryan Oglesby

ARTICLE 10. INCORPORATOR

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

Robert Bryan Oglesby

3003 South Hwy., Suite F

Lynn Haven, Florida 32444

Terry Joeseeph Nadeau

3003 South Hwy. 77, Suite F

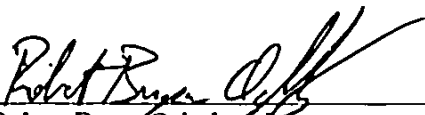
Lynn Haven, Florida 32444


ARTICLE 11. 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 sharcholders shall be subject to this reservation.

Articles Of Incorporation Of Alliance Mortgage & Insurance Services, Inc.

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Robert Bryan Oglesby - Incorporator


Terry Joseph Madreau - Incorporator

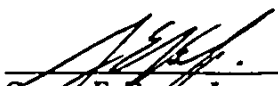
I hereby accept my designation as a resident agent and agree to serve as the resident agent and agree to serve as the resident agent of Alliance Mortgage & Insurance Services, Inc. I hereby state that I am familiar with and accept the duties and responsibility as registered agent for Alliance Mortgage & Insurance Services, Inc.

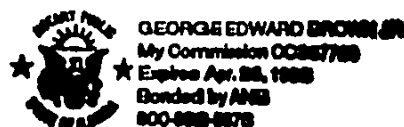

Robert Bryan Oglesby - Registered Agent

State of Florida

County of Bay

On August 14, 1996, Robert Bryan Oglesby, designated above as the individual who shall serve as the corporation's initial registered agent and Incorporator, who is personally known to me, produced a FLORIDA driver's license as identification, personally appeared before me at the time of notarization, and after being given the oath, acknowledged signing these Articles of Incorporation of Alliance Mortgage & Insurance Services, Inc.


George E. Brown Jr.
NOTARY PUBLIC - STATE OF FLORIDA
MY COMMISSION EXPIRES: APRIL 28, 1998



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