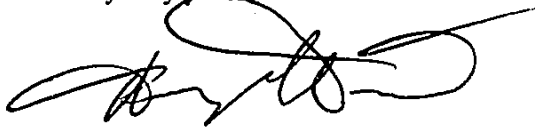


P97000007391

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

Please find enclosed our check in the amount of \$122.50 to cover Incorporation and franchise fees for Miranda Mortgage Consultants, Inc.

Very truly yours,



George Moraitis  
Registered agent of  
Miranda Mortgage Consultants, Inc.

**B & G Tax & Accounting Service**

NEW ADDRESS:  
16919 NW 57 AVE  
MIAMI, FL 33055

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-01/21/97--01047--0006  
\*\*\*\*122.50 \*\*\*\*122.50

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JAN 21 AM 10:48

8/21/97

CERTIFICATE OF INCORPORATION

FOR

MIRANDA MORTGAGE CONSULTANTS, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JAN 21 AM 10:48

We, the undersigned, hereby associate ourselves together for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the statutes of the said State of Florida.

Article I

The name of the corporation shall be Miranda Mortgage Consultants, Inc. and located at 4270 NW 196 St, Miami, Fl 33055.

Article II

The corporation shall have perpetual existence.

Article III

The general nature of business to be transacted by the corporation shall be . . . but not limited to . . . the placing of mortgages and refinancing.

Article IV

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time, shall be 1000 shares @ \$1.00 par value.

Article V

The initial registered office of the Corporation shall be:

B & G Tax Service, Inc.  
16919 NW 57 the Ave  
Miami, Fl 33055

and the initial registered agent of the corporation shall be George Moraitis.

Article VI

Pursuant to the authority of F.S. 607.111, the Corporation shall be managed by the stockholders,

rather than a Board of Directors.

Article VII

The name of and street addresses of each incorporator to these Articles of Incorporation, are as follows:

Lourdes Miranda  
4270 NW 196 St  
Miami, Fl 33055

Joaquin Miranda  
4270 NW 196 St  
Miami, Fl 33055

In witness whereof, we have here unto set our hands and our seal this 16th day of January  
, A.D. 1997.

  
Lourdes Miranda

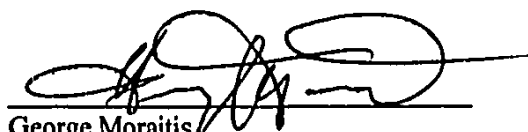
  
Joaquin Miranda

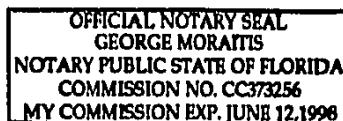
State of Florida:

County of Dade:

I hereby certify that on this day, before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgement, personally appeared: Lourdes Miranda, and Joaquin Miranda to me well known to be the persons described as Incorporators in and who executed the foregoing Articles of Incorporation, and they acknowledged before me, according to law, that the subscribed to those Articles of Incorporation.

Witness my hand and official seal, the county and state aforesaid, this 16th day of January  
, A.D. 1997.

  
George Moraitis  
Notary Public- Florida at large



FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

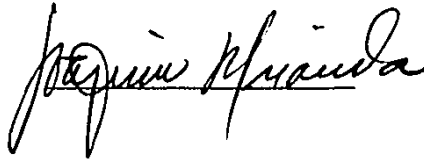
97 JAN 21 AM 10:48

Designation of Registered office and registered agent.

In pursuant of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

First, Miranda Mortgage Consultants, Inc.  
desiring to organize under the laws of the State of Florida, with its Registered office, as indicated in the Articles of Incorporation, has named George Moraitis located at 16919 NW 57 th Ave, Miami, Fl 33055 as its agent to accept service of process within said state.

This 16th day of January , A.D. 1997.



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 all Statutes relative to the proper and complete performance of my duties.

This 16th day of January , A.D. 1997



George Moraitis  
Registered agent of  
Miranda Mortgage Consultants, Inc.