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LAW OFFICES  
**JAMES R. MEROLA, P.A.**  
11380 PROSPERITY FARMS ROAD, SUITE 204  
PALM BEACH GARDENS, FLORIDA 33410

TELEPHONE (561) 622-1433 • FACSIMILE (561) 622-5531

January 24, 1997

Secretary of State  
Division of Corporations  
Capitol Building  
Tallahassee, FL 32304

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-01/28/97--01051--0001  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

RE: AURORA MORTGAGE CORPORATION / Our File No. 2293.01

Gentlemen:

Enclosed herewith please find an original and one (1) copy of Articles of Incorporation in the above-referenced matter, together with our firm check in the amount of \$70.00 representing your filing fees.

Kindly file the original and return the conformed copy to this office in the stamped, self-addressed envelope provided.

If you have any questions concerning the enclosed, please do not hesitate to call.

Thank you.

Sincerely,

*Helen J. Miller*

Helen J. Miller, Secretary to  
JAMES R. MEROLA, ESQUIRE

Enclosures

FILED  
97 JAN 27 PM 1:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1500-1  
147

ARTICLES OF INCORPORATION

OF

AURORA MORTGAGE CORPORATION

FILED  
97 JAN 27 PM 1:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby makes, subscribes, acknowledges, and files these Articles of Incorporation for the purpose of forming a corporation under the Laws of the State of Florida.

ARTICLE I  
NAME AND ADDRESS

The name of the Corporation shall be AURORA MORTGAGE CORPORATION, and the principal place of business shall be Suite 402, 1750 North Florida Mango Road, West Palm Beach, Florida 33409.

ARTICLE II  
DURATION

This Corporation shall exist in perpetuity.

ARTICLE III  
PURPOSE

The Corporation is organized for the purpose of engaging in any activity or business permitted under the Laws of the State of Florida or of the United States of America.

ARTICLE IV  
CAPITAL STOCK

This Corporation is authorized to issue one hundred (100) Shares of Capital Stock with a par value of One and No/100 (\$1.00) Dollars per Share.

ARTICLE V  
INITIAL REGISTERED OFFICE AND AGENT

The street address in this State of the initial registered office of the Corporation is Suite 204, 11380 Prosperity Farms Road, Palm Beach Gardens, Florida 33410, and the name of the initial Registered Agent is JAMES R. MEROLA.

ARTICLE VI  
INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of three (3) members. The number of Directors may be increased or decreased from time to time by the By-

Laws but shall never be less than one (1) nor more than nine (9). The names and addresses of the initial Directors are:

VICTOR GINSBERG                      Apartment #1517  
3500 Galt Ocean Drive  
Ft. Lauderdale, Florida    33308

LENNARD J. KLIGLER                   Suite 402  
1750 N. Florida Mango Road  
West Palm Beach, Florida   33409

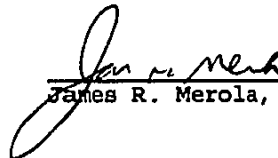
MARILYN KLIGLER                     Suite 402  
1750 N. Florida Mango Road  
West Palm Beach, Florida   33409

ARTICLE VII  
INCORPORATOR

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

JAMES R. MEROLA                   Suite 204  
11380 Prosperity Farms Road  
Palm Beach Gardens, Florida   33410

IN WITNESS WHEREOF, I have made and subscribed these Articles of Incorporation this 24th day of January, 1997.

  
James R. Merola, Incorporator

STATE OF FLORIDA                    )  
COUNTY OF PALM BEACH            )

The foregoing instrument was acknowledged before me this 24th day of January, 1997, by JAMES R. MEROLA, who is personally known to me or who has produced \_\_\_\_\_ as identification.



  
Helen J. Miller (print name)

Notary Public, State of Florida  
My Commission Expires:

97 JAN 27 PM 1:19  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

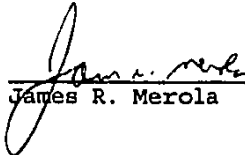
CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR SERVICE OF PROCESS  
WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

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

THAT, AURORA MORTGAGE CORPORATION, desiring to organize under the laws of the State of Florida, with its principal offices as indicated in the Articles of Incorporation, at Palm Beach County, Florida, has named: JAMES R. MEROLA, Suite 204, 11380 Prosperity Farms Road, Palm Beach Gardens, Florida 33410, as its Agent to accept service of process within the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation, at the place designated by 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.

  
James R. Merola