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ACCOUNT NO. : 072100000032

REFERENCE : 271077 145869A

AUTHORIZATION : *Patricia Pzyut*

COST LIMIT : \$ 122.50

ORDER DATE : February 24, 1997

ORDER TIME : 3:01 PM

ORDER NO. : 271077-005

CUSTOMER NO: 145869A

CUSTOMER: Laurence H. Bartlett, Esq
LAURENCE H. BARTLETT, P.A.

400002100354--2

P. O. Box 1982

Daytona Beach, FL 32115

DOMESTIC FILING

NAME: FEDERATED FINANCIAL
CORPORATION OF FLORIDA, INC.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michael E. Klunk

EXAMINER'S INITIALS:

FILED
97 FEB 27 AM 8:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 FEB 27 PM 1:04
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

K.R. FEB 28 1997
4 14 11 1 8 1997

FILED
97 FEB 27 AM 8:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
FEDERATED FINANCIAL CORPORATION OF FLORIDA, INC.

The undersigned incorporators hereby make, subscribe to, acknowledge and file these Articles of Incorporation for the purpose of organizing and incorporating a corporation for profit under the laws of the State of Florida.

ARTICLE I

The name of the corporation is:

FEDERATED FINANCIAL CORPORATION OF FLORIDA, INC.

ARTICLE II

The general nature of the business to be transacted by this corporation is as follows:

- A. To engage in the business of mortgage brokerage.
- B. To have, exercise and enjoy all of the rights and privileges of corporations for profit as conferred by the laws of the State of Florida, it being expressly provided that the enumeration of specific powers and purposes shall not be held to limit or restrict in any manner the business of the corporation.

ARTICLE III

Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock. Each share shall have no par value.

ARTICLE IV

Term of Existence

This corporation is to exist perpetually.

ARTICLE V

Address

The initial street address of the principal office of this corporation in the State of Florida is 114 Pine Creek Court, Ormond Beach, Florida 32174. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VI

This corporation shall have one sole Director, initially. The number of Directors may be increased or diminished from time to time, by Laws adopted by the stockholders.

ARTICLE VII

The name and street address of the director of the first Board of Directors is:

<u>Name</u>	<u>Address</u>
Michael C. Durant	114 Pine Creek Court Ormond Beach, FL 32174

ARTICLE VIII

The name and street address of the incorporator of these Articles of Incorporation is: Michael C. Durant, 114 Pine Creek Court, Ormond Beach, FL 32174.

ARTICLE IX

Resident Agent

This corporation hereby names Michael C. Durant, 114 Pine Creek Court, Ormond Beach, Florida 32174, as its agent to accept service of process within the State and designates said address as the place of business of the corporation for service of process.

IN WITNESS WHEREOF, the undersigned incorporator, who is a natural person who is competent to contract under the laws of the State of Florida, by these presents does hereby execute, acknowledge and cause to be delivered to the Florida Department of State these Articles of Incorporation of:

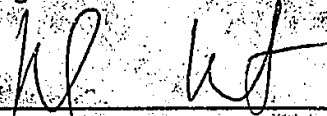
FEDERATED FINANCIAL CORPORATION OF FLORIDA, INC.

and he requests that the Department of State file these Articles of Incorporation as of the date and time indicated in Article Two hereof, in accordance with Chapter 607, Florida Statutes; accordingly, the undersigned incorporator does hereby set his hand and seal at Daytona Beach, Volusia County, Florida this 21st day of February, 1997.



MICHAEL C. DURANT, Incorporator

I hereby certify that I am familiar with and accept the duties and responsibilities as registered agent for the said corporation.



MICHAEL C. DURANT
Registered Agent

STATE OF FLORIDA
COUNTY OF VOLUSIA

The foregoing Articles of Incorporation of
FEDERATED FINANCIAL CORPORATION OF FLORIDA, INC.
were acknowledged before me by MICHAEL C. DURANT this 21st day of
February, 1997.



Catherine B. Cobb
MY COMMISSION # CC509200 EXPIRES
November 24, 1999
BONDED TRU TY TY FARM INSURANCE, INC.



Catherine B. Cobb
Notary Public - State of Florida
My commission expires:

STATE OF FLORIDA
COUNTY OF VOLUSIA

The foregoing Acceptance of Designation of Registered Agent
of MICHAEL C. DURANT was acknowledged before me by MICHAEL C.
DURANT, this 21st day of February, 1997.



Catherine B. Cobb
MY COMMISSION # CC509200 EXPIRES
November 24, 1999
BONDED TRU TY TY FARM INSURANCE, INC.



Catherine B. Cobb
Notary Public - State of Florida
My commission expires:

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