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ACCOUNT NO. : 072100000032

REFERENCE : 293889 147816A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : March 14, 1997

ORDER TIME : 10:21 AM

ORDER NO. : 293889-005

CUSTOMER NO: 147816A

CUSTOMER: Ms. Ann S. Devine
DEVINE REAL ESTATE INC.

5099 North Ala, Suite C

Vero Beach, FL 32963

DOMESTIC FILING

NAME: DEVINE MORTGAGE BROKERS, INC.

EFFECTIVE DATE:

XXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XXX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis

EXAMINER'S INITIALS: _____

K.R. MAR 14 1997

FILED
97 MAR 14 PM 1:47
STATE
TALLAHASSEE, FLORIDA

97 MAR 14 PM 11:02

DEVINE REAL ESTATE INC.
5099 NORTH A1A, SUITE C
VERO BEACH, FLORIDA 32963

Licensed Real Estate Brokers
Licensed Mortgage Brokers

Office: (561) 234-1550
Fax: (561) 234-4653

March 13, 1997

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

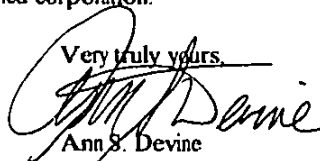
Re: Devine Mortgage Brokers, Inc.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$70.00

This represents the cost of the Filing, Certified Copy of Articles of Incorporation and fee for Registered Agent Designation for the above named corporation.

Very truly yours,



Ann S. Devine

Devine Mortgage Brokers, Inc.
5099 NA1A, Suite C.
Vero Beach, Florida 32963
(561) 234-1559

ARTICLES OF INCORPORATION

of

DEVINE MORTGAGE BROKERS, INC.

(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Devine Mortgage Brokers, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue Six Thousand shares (6,000) of One Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	Ann S. Devine		
ADDRESS	5099 N A1A, Suite C.		
CITY	Vero Beach	FLORIDA	ZIP 32963

The principal office, if known, or the mailing address of the corporation is:

NAME	Devine Mortgage Brokers, Inc.		
ADDRESS	5099 North A1A, Suite C.		
CITY	Vero Beach	FLORIDA	ZIP 32963

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	James A. Devine		
ADDRESS	5099 N A1A, Suite C.		
CITY	Vero Beach	STATE Florida	ZIP 32963
NAME	Ann S. Devine		
ADDRESS	5099 N A1A, Suite C.		
CITY	Vero Beach	STATE Florida	ZIP 32963
NAME			
ADDRESS			
CITY		STATE	ZIP

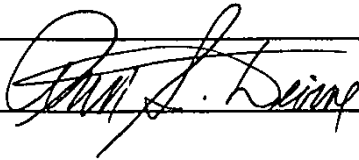
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97 MAR 14 PM 1:47
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	James A. Devine		
ADDRESS	5099 N AlA, Suite C.		
CITY	Vero Beach	STATE Florida	ZIP 32963
NAME	Ann S. Devine		
ADDRESS	5099 N AlA, Suite C.		
CITY	Vero Beach	STATE Florida	ZIP 32963
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 13th day of March, 19 97.


 _____ (Seal)
 _____ (Seal)
 _____ (Seal)

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

DEVINE MORTGAGE BROKERS, INC.

(name of corporation)

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97 MAR 14 PM 4:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 5099 NALA, Suite C.

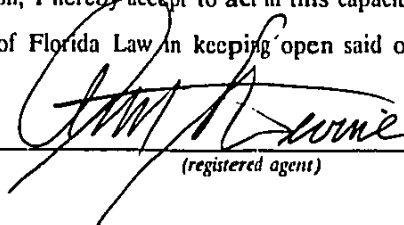
Vero Beach, Florida 32963

has named Ann S. Devine

located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.


(registered agent)