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March 17th, 1997

Office of the Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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****122.50 ****122.50

IN RE: SOUTH HAMPTON MORTGAGE CORPORATION, INC.

Dear Sir:

Enclosed please find the original and one copy of the Articles of Incorporation, which includes the designation of registered agent, together with my check in the amount of \$122.50 for filing same.

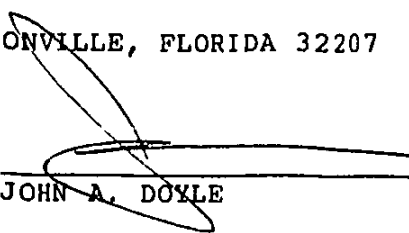
Thank you for your usual prompt attention to these matters.

Please return letter of acknowledgment to:

SOUTH HAMPTON MORTGAGE CORPORATION, INC.

3804 HARBOR DRIVE

JACKSONVILLE, FLORIDA 32207


JOHN A. DOYLE

Enclosures: Three

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3/25/97

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

SOUTH HAMPTON MORTGAGE CORPORATION, ~~TALLAHASSEE, FLORIDA~~

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as the incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

NAME: The name of the Corporation is:

SOUTH HAMPTON MORTGAGE CORPORATION, INC.

ADDRESS: The principle office address is:

4191 SAN JUAN AVENUE
JACKSONVILLE, FLORIDA 32210

ARTICLE II

REGISTERED OFFICE:

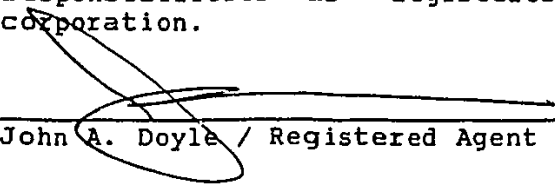
3804 HARBOR DRIVE
JACKSONVILLE, FLORIDA 32207

REGISTERED AGENT:

JOHN A. DOYLE
3804 HARBOR DRIVE
JACKSONVILLE, FLORIDA 32207

WRITTEN ACCEPTANCE BY REGISTERED AGENT:

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


John A. Doyle / Registered Agent

ARTICLE III

DURATION: The Corporation shall have perpetual existence.

ARTICLE IV

PURPOSE: The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be now or hereafter organized under the laws of the State of Florida.

ARTICLE V

CAPITAL STOCK: The corporation is authorized to issue only one class of stock. The total number of shares authorized shall be 1000.

ARTICLE VI

BOARD OF DIRECTORS: The initial board of directors shall consist of one member. The name and mailing address of the person who is to serve as director is:

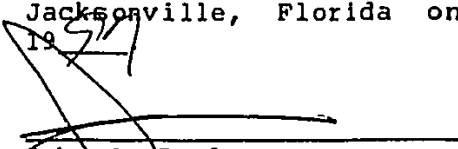
JOHN A. DOYLE
3804 HARBOR DRIVE
JACKSONVILLE, FLORIDA 32207

ARTICLE VII

INCORPORATOR: The name and address of the incorporator is:

JOHN A. DOYLE
3804 HARBOR DRIVE
JACKSONVILLE, FLORIDA 32207

The undersigned being the incorporator above named signs and acknowledges these Articles of Incorporation at Jacksonville, Florida on the 19th day of MARCH, 1971


John A. Doyle

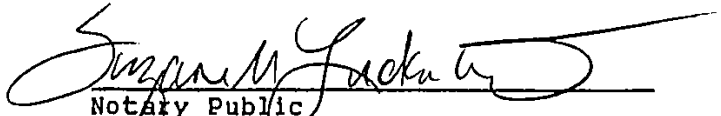
STATE OF FLORIDA

COUNTY OF DUVAL

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Before me, the undersigned authority, personally appeared JOHN A. DOYLE, who is to me well known to be the person described in and who produced FLD. LHD400-461-58-4120 as identification and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Duval, Florida in said County and State this 19th day of March, 1997


Notary Public
My Commission Expires:



SUZANNE M. LUCKINBILL
NOTARY PUBLIC, STATE OF FLORIDA
My commission expires Sept. 29, 1998
Commission No. CC410707