

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____
 PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

97 APR 10 97 1:10
 DIVISION OF CORPORATION

K.R. APR 10 1997

REQUEST TAKEN CONFIRMED APPROVED
 DATE 4/6/97
 TIME 1:00 CK No.
 BY CW

WALK-IN
 Will Pick Up _____

79700003 2722 of No 53232
 RE: New Trier mortgage
 Corp.

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S-		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit	133.50	133.50
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s. Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ()		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX () pgs.		
SUBTOTALS		

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from - -
 Your Capital Connection

**ARTICLES OF INCORPORATION
OF
NEW TRIER MORTGAGE CORPORATION**

FILED
97 APR 10 PM 4:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the provisions of Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation is NEW TRIER MORTGAGE CORPORATION,
INC.

ARTICLE II - DURATION

The duration of the corporation is perpetual. Corporate existence is to commence on the filing of the Articles of Incorporation.

ARTICLE III - PURPOSES

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida, including without limitation, the purpose of originating and arranging funding for, servicing and trading in insured multi-family project loans under the National Housing Act, 12 U.S.C. §1701, *et seq.*

ARTICLE IV - PRINCIPAL OFFICE OR MAILING ADDRESS

The address of the initial principal office and the mailing address of this corporation is: 2003 Main Street, Suite 300, Sarasota, Florida 34237.

ARTICLE V - SHARES

The number of shares this corporation is authorized to issue shall be 1,000

shares with a par value of \$0.00 per share.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the corporation's initial registered office and the name of its initial registered agent at that office are: CAPITAL CONNECTION, INC., 417 East Virginia Street, Suite 1, Tallahassee, Florida 32301.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The corporation shall have four directors initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one. The names and street addresses of the initial directors are:

<u>Name</u>	<u>Address</u>
Robert M. O'Brien	205 West Jefferson Boulevard Suite 415 South Bend, IN 46601
William Johnsen	2003 Main Street, Suite 300 Sarasota, FL 34237
James O. McCarver	2003 Main Street, Suite 300 Sarasota, FL 34237
Pat McCarver	2003 Main Street, Suite 300 Sarasota, FL 34237

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator of this corporation are:

Name

Address

Nina M. Zollo

315 South Calhoun Street--Suite 600
Tallahassee, Florida 32301

The incorporator of the corporation assigns to this corporation her rights under Section 607.0201, Florida Statutes, to constitute a corporation, and she assigns to those persons designated by the board of directors any rights she may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

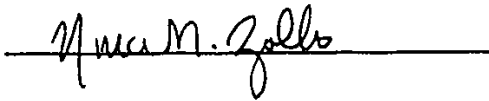
ARTICLE IX - BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE X - AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

IN WITNESS WHEREOF, for the purpose of forming a corporation under the laws of the State of Florida, the undersigned has executed these Articles of Incorporation this 10th day of April, 1997.

A handwritten signature in cursive script, reading "Nina M. Zollo", is written over a solid horizontal line.

NINA M. ZOLLO

ACCEPTANCE OF REGISTERED AGENT

Having been appointed as the initial registered agent for NEW TRIER MORTGAGE CORPORATION, as stated in the foregoing Articles of Incorporation, CAPITAL CONNECTION, INC. hereby accepts such appointment as registered agent. Such registered agent is familiar with and accepts the obligations of the position as registered agent.

CAPITAL CONNECTION, INC.

By: Capital Connection

Its:

April __, 1997

Date: 4/10/97

STP-152342

FILED
97 APR 10 PM 4:28
NEW YORK STATE
CLERK