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BARBIERI & SCRENCI, P.A.

ATTORNEYS AT LAW

7000 WEST PALMETTO PARK ROAD, SUITE 409
BOCA RATON, FL 33433

FRANK A. BARBIERI, JR. †
STEPHEN W. SCRENCI †

† ADMITTED TO FLORIDA AND OHIO BARS
† ADMITTED TO FLORIDA AND MASSACHUSETTS BARS

TELEPHONE
(407) 368-1166

FAX: (407) 750-6818

April 4, 1997

Corporate Records Bureau
Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, Florida 32399

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR 16 PM 4:03

Re: *HomeLine Mortgage, Inc.*

300002145103--1
-04/16/97--01077--001
****122.50 ****122.50

Dear Division of Corporations:

Enclosed please find the original and one photocopy of the Articles of Incorporation for the above-referenced corporation.

Also enclosed is a check made payable to the Secretary of State in the amount of \$122.50 to cover the filing fee. Please return a certified copy of these Articles to the above address as soon as the originals have been filed.

Thank you. If you have any questions, kindly contact the undersigned.

Very truly yours,

BARBIERI & SCRENCI, P.A.



Stephen W. Screnci
For the Firm

SWS:jet
Enclosures
cc: Derek Jenkins

UFW4-17-97

Articles of Incorporation of HomeLine Mortgage, Inc.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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I, the undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I NAME

The name of the corporation shall be **HomeLine Mortgage, Inc..**

ARTICLE II NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or businesses permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a \$1.00 par value per share.

ARTICLE IV PRINCIPAL ADDRESS AND REGISTERED OFFICE AND ADDRESS

The principal address and the initial registered office of the corporation is **3200 N. Military Trail, Suite 202, Boca Raton, Florida 33431** and the name of the initial registered agent of the corporation at that office is **Derrick Jenkins**.

ARTICLE V
TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI
CUMULATIVE VOTING

All shareholders are entitled to cumulate their votes for directors.

ARTICLE VII
PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he holds, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE VIII
BOARD OF DIRECTORS & DESIGNATION OF INITIAL DIRECTOR

The name and address of the initial director of the corporation is **Derrick Jenkins** of **3200 N. Military Trail, Suite 202, Boca Raton, Florida 33431**.

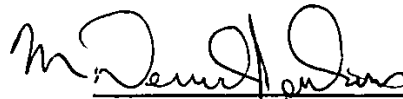
ARTICLE IX
BY-LAWS

The initial By-Laws of the corporation shall be adopted by vote of the directors of the corporation. Thereafter, the By-Laws of the corporation may be amended, modified or repealed as provided by the By-Laws.

ARTICLE X
SUBSCRIBER

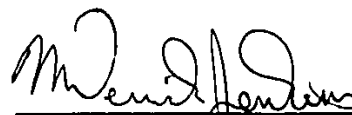
The name and street address of the subscribers to these Articles of Incorporation is **Derrick Jenkins of 3200 N. Military Trail, Suite 202, Boca Raton, Florida 33431.**

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 4th day of April, 1997.


Derrick Jenkins

ACCEPTANCE OF REGISTERED AGENT

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


Derrick Jenkins, Registered Agent

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DIVISION OF CORPORATION
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Frank A. Barbieri, Jr.
Attorney at Law
7000 W. Palmetto Park
Suite 409
Boca Raton, FL 33433
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