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TRANSMITTAL LETTER

APRIL 18, 1997

Department of State
Division of Corporations
P.O.Box 6327
Tallahassee, Fl. 32314

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-04/22/97--01019--004
\$70.00 *\$70.00

SUBJECT: ENTERPRISE MORTGAGE LENDERS, INC.
(proposed corporate name)

Enclosed please find an original and one copy of the articles of incorporation for the above corporation and check in the amount of \$70.00.

FROM:

ENTERPRISE MORTGAGE LENDERS, INC.
Name

10300 Sunset Drive, Suite 261-A
Address

Miami, Fl. 33173
City, State, & zip

(305) 595-4444
Telephone Number

FILED
97 APR 22 PM 12:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Bm 4/22/97

ARTICLES OF INCORPORATION

OF

Enterprise Mortgage Lenders, Inc.

The undersigned, acting as incorporators of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation:

Article I.

The name of the corporation is Enterprise Mortgage Lenders, Inc.

The Principal Address of the corporation is 10300 Sunset Drive, Suite 261-A, Miami Florida, 33173.

Article II.

The period of duration of the corporation is perpetual.

Article III.

The Corporation is created for the purpose of engaging in any and all things allowed and permitted to be done under the statutes of the State of Florida, and to do any and all of the things herein after mentioned as fully and to the same extent as natural persons might or could do, to wit:

(A) Correspondent mortgage lender.

(B) Generally, to make and perform contracts of any kind and description, and for the purpose of attaining any of the objects of the corporation, to do any and perform any other acts or things, and to exercise any and all powers which a partnership or natural person could do and exercise, and which are now, or hereafter

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Article IV.

Authorized Shares.

Number. The aggregate number of shares that the corporation shall have the power to issue is Fifty Million (50,000,000) shares of capital stock with a par value of .001 Dollars (\$.001) per share.

Initial issue. Twenty Five Million (25,000,000) shares of the Capital Stock of the corporation shall be issued for cash at a par value of .001 Dollars (\$.001) per share.

Dividends. The holders of the outstanding Capital Stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the Capital Stock of the Corporation.

Article V.

The initial street address in Florida of the initial registered office of the Corporation is:

10300 Sunset Drive
Suite 261-A
Miami, Florida
33173

and the name of the initial registered agent and incorporator at such address is:

Erundino Lorenzo

The undersigned agrees to act as the registered agent for the corporation for service of process pursuant to applicable Florida Statutes.


Erundino Lorenzo

IN WITNESS WHEREOF, the said subscriber has hereunto set his hand

Article VI.

The initial board of directors shall consist of one (1) member, who need not be a resident of the State of Florida or a shareholder of the corporation.

Article VII.

The name and address of the person who shall serve as director until the first annual meeting of shareholders, or until his successors shall have been elected and qualified, is as follows:

Erundino Lorenzo
10300 Sunset Drive
Suite 261-A
Miami, Florida
33173

Article VIII.

The shareholders shall have the power to adopt, amend, alter, change or repeal the articles of incorporation when proposed and approved at a stockholders meeting, with not less than a Fifty Percent (50%) vote of the common stock.

Article IX.

The initial officers of the corporation are:

PRESIDENT: Erundino Lorenzo
10300 Sunset Drive, Suit 261-A
Miami, Fl. 33173

SECRETARY: Erundino Lorenzo
10300 Sunset Drive, Suite 261-A
Miami, Florida 33173

Article X.

The stockholders shall at the first meeting called for that purpose, adopt by-laws not inconsistent with these Articles and which shall be for the government of the Corporation and subordinate to those Articles of Incorporation and the laws of the State of Florida and the United States of America.

IN WITNESS WHEREOF, the said subscribers have hereunto set their hands this _____ day of _____, 1997.

Erundino Lorenzo
Erundino Lorenzo

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 15th day of April, 1997 by

My commission expires:



DAISY M. MEDINA
MY COMMISSION # CC311404 EXPIRES
AUGUST 26, 1997
BONDED THRU TROY FAIR INSURANCE, INC.

Daisy M. Medina
Notary Public State of
Florida at Large