

5/27/97

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NAME: MORTGAGE RESOURCE PLUS, INC.

AUDIT NUMBER.....H97000008662

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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F. STROGER

MAY 28 1997

(6)
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ARTICLES OF INCORPORATION
OF
MORTGAGE RESOURCE PLUS, INC.

FILED
97 MAY 27 PM 4:00
TALLAHASSEE
FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a Corporation under the State of Florida.

ARTICLE I - NAME OF CORPORATION

The name of the corporation is MORTGAGE RESOURCE PLUS, INC., with principal office and mailing address located at 2460B North State Road 7, Lauderdale Lakes, Fl 33313.

ARTICLE II
DURATION AND BEGINNING OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The Corporate existence shall commence as of filing of the Articles of Incorporation.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

The corporation is organized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock which the corporation is authorized to have outstanding is 100 shares of common stock at \$1.00 par value per share.

Filed by: PAMELLA B. WATSON, CPA, WATSON & COMPANY, P.A.
20401 NW 2ND AVENUE, SUITE #300 MIAMI, FLORIDA 33169
305-653-8865

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Holders of common stocks are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holders of common stock shall not have preemptive rights to subscribe to the corporation's securities.

ARTICLE V - REGISTERED AGENT

MORTGAGE RESOURCE PLUS, INC., has named PATRICK BAILEY 2460B North State Road 7, Lauderdale Lakes, Fl 33313 as the initial Registered Agent to accept service of process within Florida. The principal place of business of the corporation in the State of Florida is 2460B North State Road 7, Lauderdale Lakes, Fl 33313.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The corporation shall have one director. The number of directors may be increased or decreased from time to time in the manner provided in the bylaws of the Corporation. The name and street address of the initial Director is:

PATRICK BAILEY 2460B North State Road 7, Lauderdale Lakes,
Florida 33313

ARTICLE VII

INCORPORATION

The name and address of the incorporator of these articles of Incorporation is PATRICK BAILEY, 2460B North State Road 7, Lauderdale Lakes, Fl 33313.

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ARTICLE VIII

BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the Shareholders.

ARTICLE IX

INDEMNIFICATION

The corporation shall indemnify to the full extent permitted by law, the incorporator, any officer, director, employee, or agent of the corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee, or agent of another corporation partnership, joint venture, trust or other enterprise.

ARTICLE X

AMENDMENT

This corporation reserves the right to amend or repeal any prior provisions contained in these Articles of Incorporation or any amendment thereto.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, the 27 day of May 1997.


PATRICK BAILEY


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STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, a Notary Public authorized to take
acknowledgement in the State and County set forth above,
personally appeared PATRICK BAILEY, known to me and known by me
to be the person who executed the foregoing Article of
Incorporation, and he/she acknowledged before me that he/she
executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed
my Official Seal in the State and County aforesaid, this 27th
day of May 1997.


FLORENCE V MERKLE
My Commission CC478251
Expires Jul. 06, 1999
Bonded by HAI
800-422-1555
Florence V. Merkle
NOTARY PUBLIC
State of Florida at Large


FLORENCE V MERKLE
My Commission CC478258
Expires Jul. 06, 1999
Bonded by HAI
800-422-1555

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**CERTIFICATE DESIGNATING REGISTERED AGENT AND PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, AND
ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED.**

In compliance with Sections 48.091 and 607.034, Florida Statutes
the following is submitted:

FIRST that MORTGAGE RESOURCE PLUS, INC., is desiring to organize
or qualify under the laws of the State of Florida with its
principal place of business at 2460B North State Road 7,
Lauderdale Lakes, Fl 33313, has named PATRICK BAILEY of 2460B
North State Road 7, Lauderdale Lakes, Fl 33313 as its Registered
Agent to accept service of process within Florida.

ACKNOWLEDGMENT

Having been named to accept service of process for the above
stated corporation, at place designated in this certificate, I
hereby agree to act in this capacity, and I further agree to
comply with the provisions of all statutes relative to the proper
performance of my duties.

Dated this 27th day of May, 1997

BY: [Signature]

PATRICK BAILEY
Registered Agent

FILED
97 MAY 27 PM 4:00
TALLAHASSEE, FLORIDA

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