

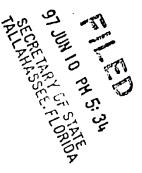
TELEPHONE (305) 899-8302 TELEFAX (305) 891-7282 BEEPER (305) 291-4519

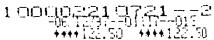
May 30, 1997

Florida Department of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

RE: Affordable Mortgage Capital, Inc.

Gentlemen:





Enclosed please find Articles of Incorporation for the above Corporation, as well as our client's check in the amount of \$122.50, to cover your costs for filing same.

Kindly provide a certified copy of said Articles to our client's C.P.A. as soon as possible. The C.P.A.'s address is as follows:

Gary Lance Glassman, C.P.A., P.A. 12000 Biscayne Boulevard, Suite 402 Miami, Florida 33181

Thank you in advance for your cooperation.

Should you have any questions, or if we can be of any assistance, please feel free to contact the undersigned.

Very Truly Yours
GARY LANCE GLASSMAN, C.P.A., P.A.

Gary Glassman

W97-13177

ARTICLES OF INCORPORATION OF AFFORDABLE MORTGAGE CAPITAL, INC.

The undersigned, for the purpose of forming a Corporation under the Florida General Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE ONE

The name of the Corporation is AFFORDABLE MORTGAGE CAPITAL, INC.

ARTICLE TWO

The term of existence of the Corporation is perpetual.

ARTICLE THREE

The Corporation may transact any and all lawful business for which Corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR

The minimum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is one hundred (100) shares of common stock at one dollar (\$1.00) par value.

ARTICLE FIVE

The street address of the principal office of the Corporation follows:

13560 N. Kendall Drive, #270A Miami, Florida 33186 Its mailing address and initial registered office are as follows:

135**6**0 N. Kendall Drive, #270A Miami, Florida 33186

The name of the initial registered agent at that address is HOWARD LEITNER.

ARTICLE SIX

The Board of Directors of the Corporation shall consist of ONE (1) or more members, as may be provided in the By-Laws. The names and addresses of the members of the first Board of Directors are as follows:

Name

Address

HOWARD LEITNER
President/ Vice President
Secretary/ Treasurer/
Director

135**6**0 N. Kendall Drive, #270A Miami, Florida 33186

ARTICLE SEVEN

The names and addresses of the Incorporators are as follows:

Name

Address

HOWARD LEITNER
President/ Vice President
Secretary/ Treasurer/
Director

135**8**0 N. Kendall Drive, #270A Miami, Florida 33186

ARTICLE EIGHT

The percentage of stock of the Corporation as issued to the shareholders is as follows:

HOWARD LEITNER

100%

ARTICLE NINE DESIGNATION OF REGISTERED AGENT

I hereby accept Designation as Registered Agent for AFFORDABLE MORTGAGE CAPITAL, INC.

HOWARD LEITNER

IN WITNESS WHEREOF, we have hereby subscribed our hands and

seals this 47h day of June, 1997

HOWARD LEIZNER

97 JUN 10 PM 5: 34
SECRETARY OF STATEA
SECRETARY OF STATEA

CERTIFICATION

STATE OF FLORIDA)	
COUNTY OF Dadi	
Before me, the undersigned author oaths, personally appeared HOWARD LEI	ity, duly autho rized to admin ister INER, to me personally known or
who identified himself to me by showing as identification, and who acknowledged Incorporation for the purposes contained	that he executed these Articles of d therein.
IN WITNESS WHEREOF, I have hereunt this 444 day of 1047	
NOTARY PUBLIC	, 1997.
My Commission Expires:	SECULIA TALLA
NEIL DAVIDOW Notary Public, State of Florida My Control expires Oct 4, 1997 Ho. GG320626	10 PH 5: