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LAW OFFICES

MORGAN & HENDRICK

317 WHITEHEAD STREET
KEY WEST, FLORIDA

HUGH J. MORGAN
JAMES T. HENDRICK
RALF G. BROOKES
WAYNE LARUE SMITH

W. CURRY HARRIS
(1907-1988)
HILARY U. ALBURY
(RETIRED)

June 9, 1997

Via Federal Express
Airbill No. 0939907603

State of Florida
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

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*****70.00 *****70.00

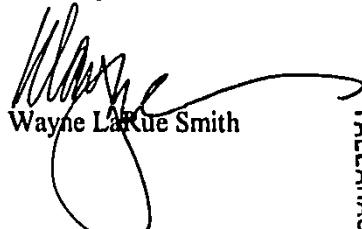
**Re: Articles of Incorporation
TIB Government Loan Specialists, Inc.**

Dear Sir/Madam:

Enclosed please find the Articles of Incorporation for TIB Government Loan Specialists, Inc. to be filed in the records of the Division of Corporations. Also enclosed please find this firm's check in the amount of \$70.00 for the applicable filing fee.

Finally, I enclose an addressed Federal Express envelope for your convenience in returning the receipt for filing to me. Please contact me at (305) 296-5676 if you should have any questions regarding this request. I appreciate your assistance with this matter.

Sincerely,


Wayne Larue Smith

WLS:clm

FILED
97 JUN 10 PM 12:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
of
TIB GOVERNMENT LOAN SPECIALISTS, INC.

FILED
97 JUN 10 PM 12: 59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED SUBSCRIBER to these Articles of Incorporation, being a natural person competent to contract, hereby forms this corporation under the laws of the State of Florida.

FIRST: The name of this corporation shall be **TIB GOVERNMENT LOAN SPECIALISTS, INC.**

SECOND: This corporation may engage in any activity or business permitted under the laws of the United States and under the State of Florida, and this corporation is authorized to conduct all such activities and business in the corporate name.

THIRD: The maximum shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1000) shares of voting common stock, each share having no par value.

FOURTH: The name and address of the undersigned subscriber to these Articles of Incorporation is as follows:

NAME	ADDRESS
Edward V. Lett	99451 Overseas Highway Key Largo, Florida 33037

FIFTH: This corporation shall have not less than one (1) nor more than seven (7) directors. The initial sole director, who shall serve until the shareholders elect successor director or directors, is:

NAME**ADDRESS**

Edward V. Lett

99451 Overseas Highway
Key Largo, Florida 33037


SIXTH: The street address of the initial registered office of this corporation is 317 Whitehead Street, Key West, Florida 33040, and the name of its Registered Agent at such address is WAYNE LaRUE SMITH, ESQ.

SEVENTH: The principal office of the corporation shall be 99451 Key Largo, Florida 33037.

EIGHTH: The duration of the corporation is perpetual. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

NINTH: These Articles of Incorporation may be amended in the manner provided by Florida law.

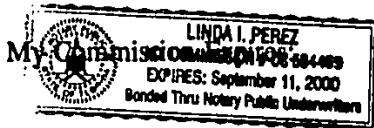
IN WITNESS WHEREOF, the undersigned has hereunto subscribed to these Articles of Incorporation, this 21st day of May, 1997.



EDWARD V. LETT

STATE OF FLORIDA)
)
COUNTY OF MONROE)

The foregoing instrument was acknowledged before me this 21st day of May, 1997, by
Edward V. Lett, who is personally known to me or who produced _____
as identification.



Linda I. Perez
NOTARY PUBLIC - State of Florida

Linda I. Perez
Print Name

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance
with said Act:

FIRST: That **TIB GOVERNMENT LOAN SPECIALISTS, INC.**, desiring to organize
under the laws of the State of Florida, with its principal office, as indicated in the Articles of
Incorporation, at 99451 Overseas Highway, Key Largo, County of Monroe, State of Florida, has
named **WAYNE LaRUE SMITH**, whose address is 317 Whitehead Street, City of Key West,
County of Monroe, State of Florida, as its Agent to accept service of process within this State.

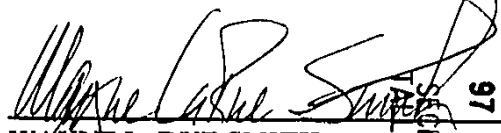
DATED: May 21, 1997.



EDWARD V. LETT

ACKNOWLEDGMENT

Having been named to accept service of process for the above state corporation, at the
place designated in this certificate, I HEREBY ACCEPT to act in this capacity, and agree to
comply with the provisions of said Act relative to keeping open said office.



WAYNE LaRUE SMITH
Registered Agent

FILED
97 JUN 10 PM 12:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA