

P97000053459

Anthony Ming Shen
15442 S.W. 115 St.
Miami, FL 33190

Corporate Records
Division of Corporations
Department of State
Tallahassee, Florida

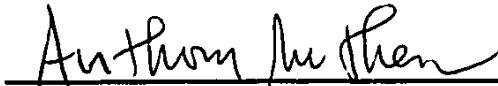
Dear Sirs;

Enclosed please find the Articles of Incorporation for City Atlantic Mortgage, Inc., along with a check for \$70.00 for the filing fee and the designation of a registered agent.

Please contact me at the above address when the articles have been filed.

Thank you for your cooperation in this matter.

Thank you,



Anthony Ming Shen, Incorporator

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97 JUN 16 PM 3:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. NAME. The name of the corporation is City Atlantic Mortgage, Inc.
2. PLACE OF BUSINESS. The principal place of business and mailing address is 15442 S.W. 115 Street, Miami, Florida 33190.
3. TERM. The duration of the corporation shall be perpetual.
4. PURPOSE. The purpose of this corporation is to transact any or all lawful business for which corporations may be incorporated under Chapter 607 Florida Statutes.
5. CAPITAL STOCK. The corporation shall have the authority to issue 20 (twenty) shares of common stock, in one class only, each with a par value of \$0.01.
6. REGISTERED AGENT. The registered agent of the corporation is Anthony Ming Shen and the registered address is 15442 S.W. 115 Street, Miami, Florida 33190.
7. INITIAL DIRECTORS. The initial Board of Directors shall have 1 (one) member whose name and address is: Anthony Ming Shen, 15442 S.W. 115 Street, Miami, FL 33190.
8. INCORPORATOR. The sole incorporator of this corporation is Anthony Ming Shen whose address is 15442 S.W. 115 Street, Miami, Florida 33190.

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

Date: June 9, 1997


Anthony Ming Shen, Incorporator

STATE OF FLORIDA

COUNTY OF DADE

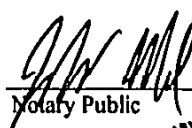
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I HEREBY CERTIFY that on this day, before me, a Notary Public authorized in the State and County named above to take acknowledgements, personally appeared Anthony Ming Shen, to me known to be the person described as the subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 9th day of June, 1997.


Notary Public

My commission



JEFFREY RAPHAEL
My Commission CC562632
Expires Jul. 09, 2000

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

Date: June 9th, 1997


Anthony Ming Shen, Registered
Agent