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GEIGER KASDIN - Department of State: 1/ 5

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7/17/97

FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

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FROM: GEIGER, KASDIN, HELLER & KUPERSTEIN, P.A.

ACCT#: 076030000723

CONTACT: BEVERLY O RIEDY

PHONE: (305)372-5000

FAX #: (305)372-0052

NAME: BALMORAL MORTGAGE CORP.

AUDIT NUMBER.....H97000011708

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

CERT. OF STATUS..0

PAGES..... 4

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**ARTICLES OF INCORPORATION OF  
BALMORAL MORTGAGE CORP.**

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**ARTICLE I  
NAME**

The name of the Corporation is BALMORAL MORTGAGE CORP.

**ARTICLE II  
DURATION**

This Corporation shall commence its existence upon the filing of these Articles of Incorporation and shall continue perpetually thereafter.

**ARTICLE III  
PURPOSE**

This Corporation is organized for the purpose of transacting any and all lawful business under the laws of the State of Florida.

**ARTICLE IV  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the corporation is: 1428 Brickell Avenue, 6th Floor, Miami, Florida, 33131.

**ARTICLE V  
CAPITAL STOCK**

This Corporation is authorized to issue 1,000 shares of \$1.00 par value common stock, which shall be designated "Common Shares."

Robert S. Geiger, Esq.  
GEIGER, KASDIN, HELLER, KUPERSTEIN,  
CHAMES & WEIL, P.A.  
1428 Brickell Avenue, 6th Floor  
Miami, Florida 33131  
Telephone: (305) 372-5000  
Facsimile: (305) 372-0052  
Florida Bar Number: 192208

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**ARTICLE VI**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial Registered Office of this Corporation is 1428 Brickell Avenue, 6th Floor, Miami, Florida, 33131, and the name of the initial Registered Agent of this Corporation at that address is ROBERT S. GEIGER, ESQ.

**ARTICLE VII**  
**INCORPORATOR**

The name and address of the person signing these Articles is:

<u>Name</u>	<u>Address</u>
ROBERT S. GEIGER	1428 Brickell Avenue, 6th Floor Miami, Florida 33131

**ARTICLE VIII**  
**POWERS**

This corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

**ARTICLE IX**  
**AMENDMENT**

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment to them, and any rights conferred upon the shareholders are subject to this reservation.

**ARTICLE X**  
**OFFICERS**

The following shall be the officers of the corporation:

President	-	Christiane M. Serra
Secretary	-	Christiane M. Serra
Treasurer	-	Christiane M. Serra

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IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of  
Incorporation this 17th day of July, 1997.

  
\_\_\_\_\_  
ROBERT S. GEIGER

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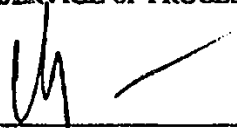
GEIGER KASDIN - Department of State:# 5/ 5

FA#: H97-11708

**CERTIFICATE DESIGNATING REGISTERED OFFICE  
FOR SERVICE OF PROCESS  
WITHIN THE STATE OF FLORIDA, NAMING REGISTERED AGENT  
UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTIONS 607.0501 AND 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:


THAT BALMORAL MORTGAGE CORP., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, HAS NAMED ROBERT S. GEIGER, LOCATED AT 1428 BRICKELL AVENUE, 6th FLOOR, MIAMI, DADE COUNTY, FLORIDA, 33131, ITS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA.

  
\_\_\_\_\_  
ROBERT S. GEIGER

Incorporator  
\_\_\_\_\_  
TITLE

July 17, 1997  
\_\_\_\_\_  
DATE

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THE CAPACITY OF REGISTERED AGENT, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

  
\_\_\_\_\_  
ROBERT S. GEIGER

I:\WORK\BEV\CORP\RIGHT\BALMORAL.AOI

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