1997000066841



ACCOUNT NO. : 072100000032

REFERENCE: 483465 4724134

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : August 1, 1997

ORDER TIME : 2:12 PM

ORDER NO. : 483465-010

CUSTOMER NO: 4724134

CUSTOMER: Ms. Penny Felger RONALD W. BLACK, ESQ

106 South Lake Avenue

Orlando, FL 32801

DOMESTIC FILING

NAME: CAPITAL SOLUTIONS AND

INVESTMENTS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

SN AUG - 1 1997

100002255641--8 08/04/97--01001--018

****122.50 ****122.50

ARTICLES OF INCORPORATION

FILED

OF

97 AUG - 1 PM 3:57

CAPITAL SOLUTIONS AND INVESTMENTS AND SEE FLORIDA

Article I - Name

The name of this corporation is CAPITAL SOLUTIONS AND INVESTMENTS, INC.

Article II - Duration

This corporation shall exist perpetually.

Article III - Purpose

This corporation is organized for the purpose of transacting any or all lawful business, brokering and placement of mortgages, or any other investment, lending, and financial matters and any other business related thereto.

Article IV - Capital Stock

Every stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that at which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others. The number of authorized shares shall be 1,000 shares at \$1.00 par value.

Article V - Registered Agent

The street address of the initial registered office of this corporation is 106 South Lake Avenue, Orlando, Florida 32801, and the name of the initial registered agent and officer of this corporation at that address are RONALD W. BLACK.

Article VI - Initial Board of Directors

This corporation shall have **one (1) director** initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The name and address of the initial director of this corporation are:

Name Address:

Ronald W. Black 106 South Lake Avenue Orlando, Florida 32801

Article VII - Incorporator

The name and address of the person signing these Articles are: RONALD W. BLACK, 106 South Lake Avenue, Orlando, Florida 32801.

Article VIII - By-Laws

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles

of Incorporation this 30th day of July, D. 1997.

Ronald W. Black

STATE OF FLORIDA DEPARTMENT OF STATE

OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

The following is submitted in compliance with Chapter 48.091, Florida Statutes:

CAPITAL SOLUTIONS AND INVESTMENTS, INC., a corporation organized (or organizing) under the laws of the State of Florida, with its principal office at 106 South Lake Avenue, Orlando 32801, has named RONALD W. BLACK, at 106 South Lake Avenue, Orlando 32801, as its agent to accept service of process within this State.

ACCEPTANCE

I agree as Resident Agent to accept service of process, to keep the office open during prescribed hours, to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in the office, as required by law.

RONALD W. BLACK Resident Agent