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HONIG, KAPLAN & TOLCHINSKY
A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

GARY D. HONIG*
S. RICHARD KAPLAN
LAWRENCE S. TOLCHINSKY

TELEPHONE: (954) 456-3003
FACSIMILE: (954) 456-1666

OF COUNSEL
STEVEN M. HONIG†
* ALSO ADMITTED IN MA.
† ADMITTED IN N.J. ONLY

August 20, 1997

300002274683--S
-08/22/97--01060--001
*****140.00 *****70.00

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: A ACE MORTGAGE CORP.

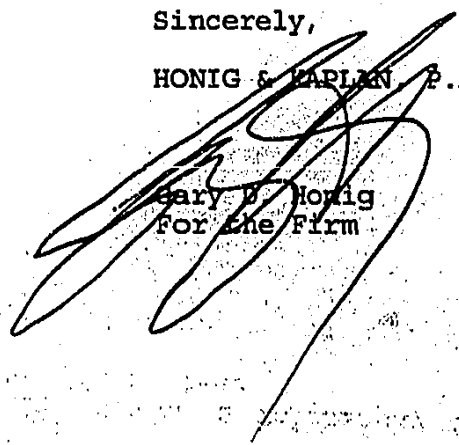
Dear Sir/Madam:

In connection with the filing of the above referenced corporation enclosed please find the following:

1. Two copies of the Articles of Incorporation;
2. Check of Honig, Kaplan & Tolchinsky in the amount of \$70.00 to cover filing fees.

Please return the appropriate copies to the above address and contact the undersigned immediately should there be any problems with the filing. Thank you for your cooperation.

Sincerely,
HONIG & KAPLAN, P.A.


Gary D. Honig
For the Firm

FILED
97 SEP -9 AM 9:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

GDH/cm
Enclosures





FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 22, 1997

GARY D. HONIG, ESQUIRE
1250 EAST HALLANDALE BEACH BOULEVARD
PENTHOUSE
HALLADALE, FL 33009

SUBJECT: A ACE MORTGAGE CORP.
Ref. Number: W97000019539

We have received your document for A ACE MORTGAGE CORP. and your check(s) totaling \$140.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6933.

Dana Calloway
Document Specialist

Letter Number: 397A00042586

Thank you, Dana

**ARTICLES OF INCORPORATION
OF
A MAC MORTGAGE CORPORATION**

FILED
97 SEP -9 AM 9:15
SECRET
TALLAHASSEE, FLORIDA

**ARTICLE I
NAME**

The name of the Corporation is A MAC MORTGAGE CORPORATION.

**ARTICLE II
PURPOSES**

This Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under Chapter 607 of the Florida Statutes.

**ARTICLE III
STOCK**

This Corporation is authorized to issue 1,000 shares of common stock with a par value of \$1.00 per share.

**ARTICLE IV
REGISTERED AGENT**

The street address of the initial registered office of this Corporation is 1250 E. Hallandale Beach Blvd., Penthouse, Hallandale, FL 33009 and the name of the initial registered agent at that address is GARY D. HONIG, ESQ..

**ARTICLE V
DIRECTORS**

This Corporation shall have one director initially. The number of directors may be increased or diminished from time to time as provided in the Bylaws, but shall never be less than one. The name and address of the initial director of this Corporation is:

**Tim McCarthy
4301 SW 33rd Street
Hollywood, Florida 33023**

**ARTICLE VI
INCORPORATOR**

The name and address of the incorporator of this Corporation is:

**GARY D. HONIG, ESQ.
HONIG & KAPLAN, P.A.
1250 E. Hallandale Beach Blvd.
Penthouse
Hallandale, Florida 33009**

**ARTICLE VII
ADDRESS**

The principal office and mailing address of the Corporation is:

**4301 SW 33rd Street
Hollywood, Florida 33023**

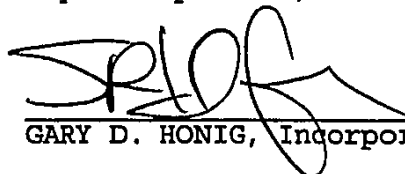
**ARTICLE VIII
INDEMNIFICATION**

This Corporation shall indemnify, defend, save and hold harmless and insure its officers and directors to the fullest extent permitted by law either now or hereafter.

**ARTICLE IX
PERPETUAL EXISTENCE**

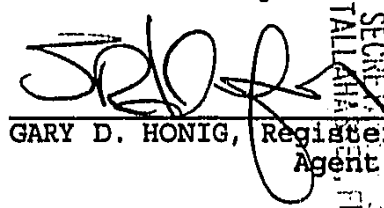
This Corporation shall have perpetual existence unless sooner dissolved as provided by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 3rd day of September, 1997.


GARY D. HONIG, Incorporator

**ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT**

The undersigned hereby accepts the appointment as registered agent contained in the foregoing Articles of Incorporation.


GARY D. HONIG, Registered Agent

97 SEP 9 AM 9:15
FILED
TALLAHASSEE
FLORIDA
STATE SECRETARY