

P97000083666

Miami, September 22, 1997.

To: Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

From: Carlos A. Gomez
8160 SW 147th Court
Miami, FL 33193

Ref: Carlos A. Gomez, Inc.

900002302909--4
-09/25/97--01006--016
****122.50 ****122.50

This is to request the incorporation of the above referenced corporation. As per your instructions enclosed you will find two sets of Articles of Incorporation, Initial Registered Agent information and a check for \$122.50 that includes the fee for the Certification letter. Thanks for your prompt attention to this matter.

Sincerely,



Carlos A Gomez

FILED
97 SEP 25 AM 3:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. Medora: SEP 26 1997

FILED
97 SEP 25 AM 3.07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
CARLOS A. GOMEZ, INC.

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a Corporation under the laws of the State of Florida.

ARTICLE I

The name of the Corporation is Carlos A. Gomez, Inc.

ARTICLE II

This Corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III

1- The Corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

2- To act as a mortgage broker to individuals and commercial entities.

3- To purchase, hold, sell and transfer shares of its own capital stock; subject, however, to such limitations as may be provided by law, and provided, further that shares of its own capital stock owned by the Corporation shall not be voted on directly or indirectly, nor counted as outstanding for the purpose of any stockholder's quorum or vote.

Without in any particular limiting any and all objects and powers of this Corporation, it is expressly declared and provided that this Corporation shall have power in carrying on its business, or for the purpose of accomplishment of any of the purposes or attainment of any of the objects hereinabove mentioned, to make and perform contracts of any kind and description, and to do any and all other acts and things, and to exercise any and all powers, either as principal, agent or broker, conferred by the laws of the State of Florida upon corporations, and which a natural person or co-partnership could do and exercise, and which now or thereafter may be authorized by law.

ARTICLE IV

The Corporation is authorized to issue ONE HUNDRED SHARES (100) of ONE DOLLAR (\$1.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V

The principal office and mailing address of the Corporation is 8160 SW 147th Court, Miami, Florida 33193.

The name and street address of the Initial Registered Agent of this Corporation is Carlos A. Gomez at 8160 SW 147th Court, Miami, Florida 33193.

ARTICLE VI

This Corporation shall have two (2) directors initially. The numbers of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and addresses of the initial directors of the Corporation are as follows:

Carlos A. Gomez	8160 SW 147th Court Miami, Florida 33193
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Maria L. Gomez	8160 SW 147th Court Miami, Florida 33193
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ARTICLE VII

This Corporation shall be deemed to commence its existence in the date of Incorporation.

ARTICLE VIII

The name and addresses of the first officers of the Corporation who shall hold office until the first meeting of shareholders elected and qualified or until their earlier resignation, removal from office, or death, are:

Carlos A. Gomez	President
8160 SW 147th Court	
Miami, Florida 33193	

Maria L. Gomez	Treasurer and Secretary
8160 SW 147th Court	
Miami, Florida 33193	

ARTICLE IX

The name and addresses of the Incorporators signing these Articles of Incorporation are as follows:

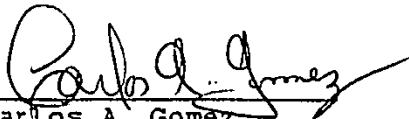
Carlos A. Gomez


8160 SW 147th Court
Miami, Florida 33193

Maria L. Gomez

8160 SW 147th Court
Miami, Florida 33193

The undersigned subscribers have executed these Articles of Incorporation this 22th day of September, 1997.


Carlos A. Gomez
President


Maria L. Gomez
Treasurer and Secretary

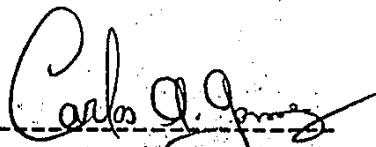
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97 SEP 25 AM 3:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

INITIAL REGISTERED AGENT

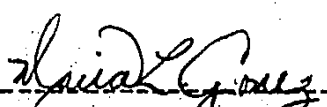
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

The Initial Registered Agent for Carlos A. Gomez, Inc. as stated
in Article V of the Articles of Incorporation is as follows:

Name: Carlos A. Gomez Address: 8160 SW 147th Court
Miami, Florida 33193



Carlos A. Gomez
President



Maria L. Gomez
Treasurer and Secretary