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Alan J. Polin, P.A.
ATTORNEY AT LAW

September 24, 1997

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 26 PM 9:24

VIA OVERNIGHT MAIL

Secretary of State of Florida
Corporate Division
The Capital
Tallahassee, FL 32304

RE: Articles of Incorporation of
Mortgage Movers Incorporated

Gentlemen:

I am enclosing herewith an original and one copy of the Articles of Incorporation for Mortgage Movers Incorporated. In addition, a check in the amount of $122.50 is enclosed for the following fees:

Filing Fees	$35.00
Certified Copy	52.50
Registered Agent Designation	35.00
TOTAL	$122.50

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****122.50 ****122.50

Please file the original Articles of Incorporation and return the certified copy to me at the above address in the overnight envelope enclosed for that purpose. Please call me immediately if there is any problem with filing these Articles immediately as time is of the essence.

Your prompt attention to this matter would be appreciated. Thank you.

Very truly yours,

Alan J. Polin, P.A.

Alan

Alan J. Polin

AJP:alz
Enclosures

9-29-97

Admitted to Practice in Florida and New York

Coral Springs Financial Plaza
3300 University Drive • Suite 601 • Coral Springs, FL 33065
(954) 345-3408 • FAX (954) 345-3902

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ARTICLES OF INCORPORATION
OF
MORTGAGE MOVERS INCORPORATED

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 26 AM 9:24

The undersigned Incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I. **NAME.** The name of this corporation shall be:

MORTGAGE MOVERS INCORPORATED

ARTICLE II. **PRINCIPAL OFFICE:** The principal place of business or mailing address of this corporation shall be:

10100 W. SAMPLE ROAD, SUITE 315
CORAL SPRINGS, FLORIDA 33065

ARTICLE III. **CAPITAL STOCK.** The aggregate number of shares of stock this corporation is authorized outstanding at any one time is: One Thousand (1,000) Shares, all of one class, common stock, at One ($1.00) Dollar par value.

ARTICLE IV. **TERM OF EXISTENCE.** This corporation is to exist perpetually.

ARTICLE V. **PREEMPTIVE RIGHTS.** Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind, or series of stock in this corporation that may from time to time be issued, (whether or not presently authorized), including shares from the Treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding exclusive of Treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

ARTICLE VI. **INITIAL REGISTERED OFFICE AND AGENT.** The name and address of the initial registered agent and office of this corporation is as follows:

MARK PEARLSTEIN, 10100 W. Sample Road, Suite 315, Coral Springs, Florida 33065

ARTICLE VII. THE NAME(S) AND ADDRESS(ES) OF THE INCORPORATOR(S). The name(s) and address(es) of the Incorporator(s) signing these Articles of Incorporation is (are):

MARK PEARLSTEIN, 10100 W. Sample Road, Suite 315, Coral Springs, Florida 33065

ARTICLE VIII. INITIAL BOARD OF DIRECTORS. This corporation shall have one (1) director(s) initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law but shall never be less than one (1).

The name(s) and address(es) of the initial director(s) of this corporation is (are):

MARK PEARLSTEIN, 10100 W. Sample Road, Suite 315, Coral Springs, Florida 33065

ARTICLE IX. PURPOSE. The purpose of this corporation is to engage in any activities or business permitted under the laws of the United States and Chapter 607, the "Florida Business Corporation Act" of the State of Florida. Further, the business purposes of this corporation are also to accept or offer to accept applications for a mortgage loans, solicit or offer to solicit mortgage loans on behalf of borrowers, negotiate or offer to negotiate the terms or conditions of mortgage loans on behalf of lenders, or negotiate or offer to negotiate the sale of existing mortgage loans to non-institutional investors. The Corporation shall also engage in any and all business activities permitted under Chapter 494, Florida Statutes, as may be amended from time to time.

ARTICLE X. NOTICE. All notices required by Chapter 607, Florida Statutes, including notice to directors and shareholders, must be in writing unless oral notice is authorized in the bylaws.

ARTICLE XI. SHARES WITHOUT CERTIFICATES. The board of directors may authorize issuance of all or any portion of the corporation's shares without certificates unless the bylaws provide otherwise.

ARTICLE XII. AMENDMENT OF ARTICLES. This corporation may amend its Articles of Incorporation at any time to add or change a provision that is required or permitted in the Articles of Incorporation or to delete a provision not required in the Articles of Incorporation. This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation. The power to adopt, alter, amend or repeal the Articles of Incorporation of this corporation shall be vested in the board of directors and approved by a majority of the shareholders entitled to vote as more specifically set forth in §§607.1002 and 607.1003, Florida Statutes.

ARTICLE XIII. CUMULATIVE VOTING. In any election of directors by the shareholders, each shareholder of record shall have the right to cumulate his shares and to give one (1) candidate as many votes as the number of directors to be elected multiplied by the number of shares equals, or to distribute them on the same principle among as many candidates as he sees fit, provided however, that notice shall be given by any shareholder to the President or a Vice President of the corporation not less than twenty-four (24) hours before the time fixed for the holding of the meeting for the election of directors that he intends to cumulate his votes at such election. This right to vote cumulatively shall not be further restricted or qualified by any provision in the bylaws of the corporation.

ARTICLE XIV. INDEMNIFICATION. The corporation may be empowered to indemnify any officer or director, or any former officer or director in the manner set out and provided for pursuant to the provision of §607.0850, Florida Statutes.

IN WITNESS WHEREOF, the undersigned Incorporator(s) has/have executed these Articles of Incorporation this 24 day of September, 1997.

Mark Pearlstein (Incorporator)

STATE OF FLORIDA }
} ss:
COUNTY OF BROWARD }

The foregoing instrument was acknowledged before me this 24 day of September, 1997, by Mark Pearlstein, who is personally known to me ~~or has produced~~ __________ ~~as identification~~ and did (not) take an oath.

Notary Public:
My Commission Expires:
Commission #:

(NOTARY'S SEAL)

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF §607.0501 AND §617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: **MORTGAGE MOVERS INCORPORATED**

2. The name and address of the registered agent and office is:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 26 PM 9:25

MARK PEARLSTEIN
(NAME)

10100 W. SAMPLE ROAD, SUITE 315
(P.O. BOX NOT ACCEPTABLE)

CORAL SPRINGS, FL 33065
(CITY/STATE/ZIP)

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 THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF §607.0505 AND §617.0501, FLORIDA STATUTES.

Mark Pearlstein

Dated: September 24, 1997

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