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TRANSMITTAL LETTER

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

SUBJECT: ALLSTATE MORTGAGE FUNDING, INC

I enclose an original and 1 copy(ies) of the Articles of Incorporation for the
above corporation and a check in the amount of \$ 112,500

SIGNED: Jeanna Deenan

From:

JEANNA DEENANAN

Name

2734 E OAKLAND PK BLVD #112
Address

FT. LAUDERDALE FL, 33306
City State Zip

954 - 568-6334

Telephone Number

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97 OCT 16 AM 7:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
ALLSTATE MORTGAGE FUNDING, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the provisions of an Act of Legislature of the State of Florida approved June 1, 1925, and the acts amendatory thereto, do hereby subscribe to these Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be Allstate Mortgage Funding, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business corporation shall be 2734 E. Oakland Park Blvd, Suite 112, Ft. Lauderdale, FL 33306. The corporation's mailing address shall be the same.

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time shall be One Hundred shares (100) at no par value. The whole or any part of the capital stock of the corporation shall be

payable on lawful money of the United States of America,
or property, labor or services at a just valuation to be
fixed by the Directors. Property or labor may also be
purchased with capital stock at such valuation as shall
be fixed by the Directors.

ARTICLE IV BOARD OF DIRECTORS

The corporation shall have one director constituting the
original Board of Directors. The number of directors may be
be increased or decreased from time to time by the bylaws:
however there shall never be less than one.

The name and address of the first board of director of
this corporation is:

Jeanna Deonanan

2734 E Oklnd Pk Blvd 112
Ft. Lauderdale, FL 33306

ARTICLE V INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is
Jeanna Deonanan, 2734 E Oklnd Pk Blvd # 112, Ft. Lauderdale
Florida, 33306.

ARTICLE VI PURPOSE

This corporation may engage or transact in any or all

lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE VII TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VIII INITIAL SUBSCRIBERS

The name and address of the initial subscriber to these Articles of Incorporation is:

Jeanna Deonanan

2734 E Oklnd Pk Blvd 112
Ft. Lauderdale, FL 33306

Jeanna Deonanan
Jeanna Deonanan

ARTICLE IX INCORPORATOR

The name and address of the incorporator executing the Articles of Incorporation of this corporation is:

Jeanna Deonanan

2734 E Oklnd Pk Blvd 112
Ft. Lauderdale, FL 33306

Jeanna Deonanan
Jeanna Deonanan

ARTICLE X POWER TO FORM PARTNERSHIP

The corporation shall have the power to enter into, or become a partner in, any arrangement for sharing profits with any person, firm, or corporation now carrying on or about to carry on any business which this corporation has the direct, incidental and legal authority to pursue.

ARTICLE XI ATTESTATION

IN WITNESS THEREOF, the undersigned incorporator makes and files these Articles of Incorporation for the purpose and intent to carry on business within the State of Florida, and said incorporator does attest that the above facts and statements are truly and correctly stated on this 2nd day of Oct, 1997.

Jeanna Deonan
Jeanna Deonan
Incorporator

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, 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.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the corporation is:

ALLSTATE MORTGAGE FUNDING, INC.

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

JEANNA DEONANAN
2734 E OAKLAND PK BLD #112
FT. LAUDERDALE FL 33306

Signature: Jeanna Deonan

Title: PRESIDENT

Date: 10/2/97

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

Signature: Jeanna Deonan

Date: 10/2/97