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FLORIDA DIVISION OF CORPORATIONS
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((H97000017474 2))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FILINGS, INC.

ACCT#: 072720000101

CONTACT: TERESA ROMAN PHONE: (904)385-6735
(904)561-1025

FAX #:

NAME: THREE POINTS MORTGAGE, INC. AUDIT NUMBER.....H97000017474 DOC (4)
TYPE.....FLORIDA PROFIT CORPORATION OR P.A. CERT. OF STATUS..0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
THREE POINTS MORTGAGE, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 OCT 22 AM 9:39

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ARTICLE I

NAME

The name of this corporation shall be:
THREE POINTS MORTGAGE, INC.

ARTICLE II

PRINCIPAL OFFICE

The initial principal office of this corporation shall
be:

2101 West Commercial Boulevard, Suite 4100
Fort Lauderdale, Florida 33309

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of
common stock, which shall be designated "Common Shares".

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of
this corporation is 2101 West Commercial Boulevard, Suite 4100,

PREPARED BY:
PETER M. HODKIN, P.A.
2101 W. COMMERCIAL BLVD., SUITE 4100
FORT LAUDERDALE, FLORIDA 33309
FLORIDA BAR NO. 287814
TEL: (954) 735-0000

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Fort Lauderdale, Florida 33309, and the initial registered agent of this corporation at that address is Peter M. Rodkin.

ARTICLE V

INITIAL BOARD OF DIRECTORS

This corporation shall have one Director initially. The number of Directors may be increased or decreased from time to time by the By-Laws but there shall never be less than one director. The name and address of the initial Director of this corporation is:

Peter M. Rodkin

2101 West Commercial Boulevard
Suite 4100
Fort Lauderdale, Florida 33309

ARTICLE VI

INCORPORATOR

The name and address of the person signing these Articles is Peter M. Rodkin, 2101 West Commercial Blvd., Suite 4100, Fort Lauderdale, Florida 33309.

ARTICLE VII

INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned has executed these
Articles of Incorporation this 21st day of October, 1997.

Peter M. Hodkin
PETER M. HODKIN

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE
ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE IV OF
THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO
ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE
COMPLETE DISCHARGE OF ITS DUTIES.

DATED THIS 21st DAY OF OCTOBER, 1997.

Peter M. Hodkin
PETER M. HODKIN

STATE OF FLORIDA }
COUNTY OF BROWARD } SS:

BEFORE ME, a Notary Public authorized in the county and
state set forth above, personally appeared PETER M. HODKIN, known
to me and known by me to be the person who, as Incorporator,
executed the foregoing Articles of Incorporation of THREE POINTS
MORTGAGE, INC., and he acknowledged before me that he executed
those Articles of Incorporation. He is personally known to me.

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my official seal in the county and state aforesaid this
21 day of October, 1997.

Notary Public
NOTARY PUBLIC
State of Florida at Large

My Commission Expires:

53109



NOTARY PUBLIC
MY COMMISSION EXPIRES
MAY 31, 2000
ADULTS ONLY TRAVEL PASS REQUIRED, ETC.

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