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ERROL CONROY ST. AUBYN HANSON
3076 OLD STILL LANE
WESTON, FLORIDA 33331-3029

December 27, 1997

Secretary of State
Corporation Division
Executive Towers
Tallahassee, FL 32304

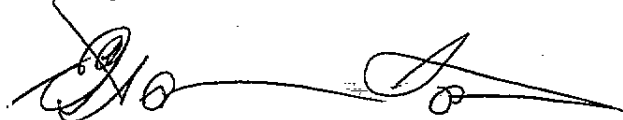
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Dear Sir or Madam:

Enclosed please find the Articles of Incorporation of WIN WIN WIN MORTGAGE & FINANCIAL SERVICES INC.. Please file these with the appropriate authorities. I have enclosed a check to cover the filing costs and fees.

If you have any questions or should you require any further information, please contact me at the address above.

Sincerely,



ERROL CONROY ST. AUBYN HANSON

FILED
98 JAN -5 PM 4:11
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

12/15/98 W97-28862



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 30, 1997

ERROL CONROY ST. AUBYN HANSON
3076 OLD STILL LANE
WESTON, FL 33331-3029

SUBJECT: WIN WIN WIN MORTGAGE & FINANCIAL SERVICES INC.
Ref. Number: W97000028862

We have received your document for WIN WIN WIN MORTGAGE & FINANCIAL SERVICES INC. and your check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

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) 487-6925.

Barbara Brock
Document Specialist

Letter Number: 197A00060815

ERROL C. HANSON

PHONE 954 - 384 - 7952

FAX 954 - 384 - 7952

**Articles of Incorporation
of
WIN WIN WIN MORTGAGE & FINANCIAL SERVICES INC.**

**I.
Name**

The name of the Corporation is WIN WIN WIN MORTGAGE & FINANCIAL SERVICES INC., hereinafter referred to as the "Corporation."

**II.
Purposes**

The purpose of the Corporation is to transact any and all lawful business for which corporations may be incorporated under the laws of the State of Florida, as they may be amended from time to time.

**III.
Principal Office and Registered Agent**

The principal office of the Corporation is 3076 OLD STILL LANE, WESTON, Florida 33331-3029. The Corporation may maintain offices and/or transact business at other locations, either within or without the State of Florida. The name and address of the registered agent for service of process upon the Corporation is ERROL CONROY ST. AUBYN HANSON, 3076 OLD STILL LANE, WESTON, Florida 33331-3029.

**IV.
Duration**

The duration of the Corporation shall be perpetual.

**V.
Initial Business**

The initial business of the Corporation shall be:

*MORTGAGE BROKERAGE AND FINANCIAL
SERVICES.*

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98 JAN -5 PM 4:10
CLERK OF STATE
TALLAHASSEE, FLORIDA

VI.
Capital Stock

The Corporation is authorized to issue only one class of shares of stock which shall be designated Common Stock. The total number of shares the Corporation shall have authority to issue is 10,000, each share to have a par value of \$ 1.00.

VII.
Incorporators

The names and mailing addresses of the incorporators are:

<u>Incorporator Name</u>	<u>Incorporator Address</u>
ERRON CONROY ST. AUBYN HANSON	3076 OLD STILL LANE WESTON FL 33331-3029
MARLENE ELIZABETH HANSON	3076 OLD STILL LANE WESTON FL 33331-3029

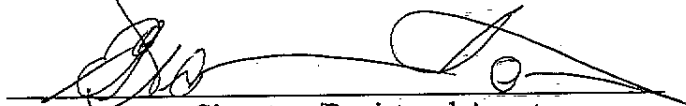
VIII.
Directors

The number of directors constituting the initial Board of Directors of the Corporation is: 2. The name(s) and address(es) of the person(s) who is/are appointed to act as the initial director(s) of the Corporation is/are:

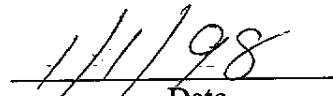
<u>Director Name</u>	<u>Director Address</u>
ERRON CONROY ST. AUBYN HANSON	3076 OLD STILL LANE WESTON FL 33331-3029
MARLENE ELIZABETH HANSON	3076 OLD STILL LANE WESTON FL 33331-3029

XII.
Registered Agent

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 obligation of my position as registered agent.



Signature/Registered Agent



Date

TELEPHONE 954 384 - 7952

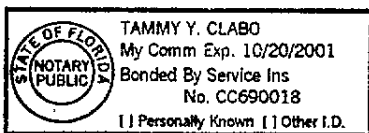
FAX 954 384 - 7952

State of Florida

County of Broward

BEFORE ME, the undersigned authority, on this day personally appeared FERROL CONROY ST. AUGUST HANSEN known to me to be the person described in, and whose name is subscribed to the foregoing document, who on oath stated to me that he/she executed the same for the purposes and consideration therein expressed.

SUBSCRIBED AND SWORN TO BEFORE ME this the 27 day of Dec, 1997.



Tammy Clabo
Notary Public in and for the
State of Florida

My Commission Expires:

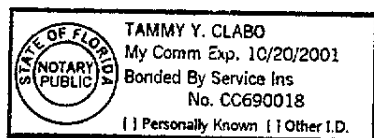
State of Florida

County of Broward

FILED
98 JAN -5 PM 4:10
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

BEFORE ME, the undersigned authority, on this day personally appeared MARLENE ELIZABETH HANSEN known to me to be the person described in, and whose name is subscribed to the foregoing document, who on oath stated to me that he/she executed the same for the purposes and consideration therein expressed.

SUBSCRIBED AND SWORN TO BEFORE ME this the 27 day of Dec, 1997.



Tammy Clabo
Notary Public in and for the
State of Florida

My Commission Expires: