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TALLAHASSEE FLORIDA

1/20/98

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4001

FROM: ACE INDUSTRIES, INC.
CONTACT: PAM FRIEDMAN
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NAME: NATIONWIDE MORTGAGE GROUP, INC.

AUDIT NUMBER: H98000001184

DOC TYPE: FLORIDA PROFIT CORPORATION OR P.A.

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**ARTICLES OF INCORPORATION
OF NATIONWIDE MORTGAGE GROUP, INC..**

The undersigned incorporators, for the purpose of forming a Florida Corporation under Chapter 607 of the Florida Statutes, hereby adopt the following Articles of Incorporation:

ARTICLE I: NAME

The name of the corporation shall be: **NATIONWIDE MORTGAGE GROUP, INC.**

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

**9380 SUNSET DRIVE
SUITE B-205
MIAMI, FLORIDA 33165**

ARTICLE III: PURPOSE

The purpose of this corporation shall be: **MORTGAGE BROKER AND LENDER**

ARTICLE IV: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: **1,000 SHARES OF COMMON STOCK WITH A PAR VALUE OF \$1.00 EACH**

ARTICLE V: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

**RENE SANCHEZ
8500 SW 109 AVENUE
APT. 208
MIAMI, FLORIDA 33173**

ARTICLE VI: BOARD OF DIRECTORS

The name and address of the initial board of directors shall be:

**RENE SANCHEZ
8500 SW 109 AVENUE
APT. 208
MIAMI, FLORIDA 33173**

**RICHARD S. RASH
9221 EAST BAY HARBOUR DRIVE
UNIT 29
MIAMI, FLORIDA 33154**

Prepared by:
**acc! Industries, Inc.
54 Northwest 11th St.
Miami, FL 33136
(305) 358-2571**

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PAUL D. ANASTACIO
14225 SW 57 LANE
#8
MIAMI, FLORIDA 33183

ARTICLE VII: OFFICERS

The name, title and address of the officers of this corporation shall be:

PAUL D. ANASTACIO
14225 SW 57 LANE
#8
MIAMI, FLORIDA 33183

PRESIDENT

RENE SANCHEZ
8500 SW 109 AVENUE
APT 208
MIAMI, FLORIDA 33173

VICE PRESIDENT

RICHARD S. RASH
9221 EAST BAY HARBOUR DRIVE
UNIT 29
MIAMI, FL. 33154

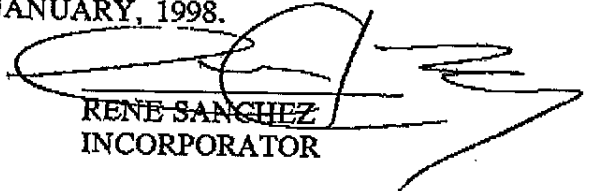
TREASURER/SECRETARY

ARTICLE VIII: INCORPORATORS

The name and address of the incorporator to these Article of Incorporation shall be:

RENE SANCHEZ
8500 SW 109 AVENUE
APT 208
MIAMI, FLORIDA 33173

The undersigned has executed these Articles of Incorporation this 20TH day of
JANUARY, 1998.

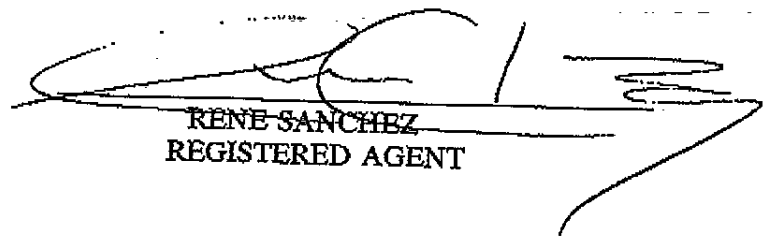

RENE SANCHEZ
INCORPORATOR

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, 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.


RENE SANCHEZ
REGISTERED AGENT

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