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TRANSMITTAL LETTER

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

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-01/29/98--01024--005
****131.25 ****131.25

SUBJECT: FORTUNE MORTGAGE FUNDING CORPORATION
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: HORACE C PRINCE
Name (Printed or typed)

9914 NW 2ND STREET
Address

PLANTATION FL 33324
City, State & Zip

954-424-4287
Daytime Telephone number

98 JAN 29 AM 8:10
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

CB
2-2-98

FILED
98 JAN 29 AM 8:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
of

FORTUNE MORTGAGE FUNDING CORPORATION

The undersigned subscriber(s) to these Articles of incorporation, Natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is: **FORTUNE MORTGAGE FUNDING CORP.**

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation has one class of stock. Common. The common stock holder is entitled to one vote per share of common stock. There shall be no cumulative voting.

The corporation is authorized to issue ONE HUNDRED shares (100) of ONE Dollar(s) (\$ 1.00) par value Common Stock.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The Principal office, if known, or mailing address of the corporation is:

Name: FORTUNE MORTGAGE FUNDING CORP.
Address: 9914 NW 2ND STREET
City: PLANTATION, FLORIDA Zip: 33324

The name and street address of the Initial Registered Agent of this Corporation is:

Name: Horace Prince
Address: 9914 NW 2ND STREET
City: PLANTATION FLORIDA Zip: 33324

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) directors initially. The number of directors may be either increased or diminished from time to time by the BY-Laws, but shall never be less than one (1). The names and address of the initial director(s) of the corporation are as follows:

Name: Horace Prince
Address: 9914 NW 2ND STREET
City: PLANTATION FLORIDA Zip: 33324

Name:
Address:
City: Florida Zip:

Name:
Address:
City: Florida Zip:

Name:
Address:
City: Florida Zip:

ARTICLE VII - INCORPORATORS

The name and address of the incorporator of these Articles of Incorporation is Horace Prince, 9914 NW 2nd Street, Plantation Fl. 33324.

ARTICLE VIII - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify to the full extent permitted by law, the incorporator, any officer, director, employee, or agent of the corporation, or any former officer, director, employee, or agent of the corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust or other enterprise.

ARTICLE X - FILING STATUS

The corporation shall file as a Sub Chapter S Corporation for federal tax purposes.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any prior provisions contained in these Articles of Incorporation or any amendments thereto.

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 27th day of JANUARY 1998.

[Signature]

HORACE PRINCE

STATE OF FLORIDA)
COUNTY OF BROWARD) SS 536-86-7802

before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared

HORACE C. PRINCE

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged before that _____ executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 27 day of JANUARY 1998.

(notary seal)

[Signature]

(Notary Public, State of Florida at Large)

My commission Expires:



DARRIN D BROWN
My Commission CC431912
Expires Jan. 03, 1999
Bonded by ANB
800-862-6878

CERTIFICATE AND ACKNOWLEDGEMENT OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

FORTUNE MORTGAGE FUNDING CORP

Pursuant to Florida Law Statutes Sections 48.091 and 607.0501, the following is submitted: The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 9914 NW 2ND STREET

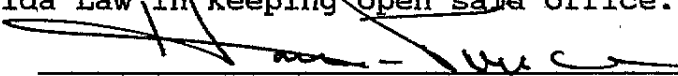
PLANTATION, FL. 33324

has named Horace Prince

located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.



(registered agent)

FILED
98 JAN 29 AM 8:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA