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98 FEB -2 PM 2:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Requestor's Name _____
 Address _____
 City _____ State _____ ZIP _____ Phone _____

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CORPORATION(S) NAME

R.L.S. Mortgage Lending Group, Inc.



Empire Toll Free: 1-800-432-3028

Profit
 NonProfit
 Foreign
 Limited Partnership
 Reinstatement
 Certified Copy
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 Walk In

Amendment
 Dissolution
 Annual Report
 Reservation
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 Other
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 Certificate Under Seal
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98 FEB -2 AM 10:18
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF
R.L.S. MORTGAGE LENDING GROUP, INC.

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TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

R.L.S. MORTGAGE LENDING GROUP, INC.

ARTICLE II - DURATION

The duration of this corporation is perpetual.

ARTICLE III - PURPOSE

The purpose for which this corporation is organized is any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV - PRINCIPAL OFFICE

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

394 S.W. 12th Avenue
Deerfield Beach, Florida 33442

ARTICLE V - DIRECTORS

The names and street addresses of the initial directors are:

President Anthony F. Cutaia

Secy/Treas Susan D. Cutaia

ARTICLE VI - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1,000 shares of Class A common voting stock at \$10.00 par value per share.

ARTICLE VII - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Jeffrey Paine, Esq.
500 S. Australian Avenue
Suite 120
West Palm Beach, FL 33401

ARTICLE VIII - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Jeffrey Paine
500 S. Australian Avenue
Suite 120
West Palm Beach, FL 33401

ARTICLE IX - BY-LAWS

The By-Laws of the Corporation shall be initially adopted by the Board of Directors, and may be changed or repealed by the affirmative vote of a majority of the shareholders at any meeting.


Dated this 28th day of January, 1998.



Jeffrey Paine
Incorporator

STATE OF FLORIDA
COUNTY OF PALM BEACH

I hereby certify that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgements, JEFFREY PAINE, who is well known to me.



Notary Public

My Commission Expires
(SEAL)

CHERYL A. MATHEWS
Notary Public - State of Florida
My Commission Expires Jun 22, 2001
Commission # CC657855

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE OF PROCESS WITHIN THIS STATE NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

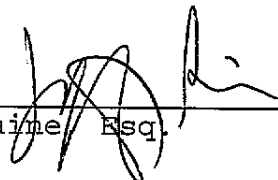
The following is submitted pursuant to Section 48.09(1) and Section 607.034, Florida Statutes.

R.L.S. MORTGAGE LENDING GROUP, INC. desiring to organize under the laws of the State of Florida, has named Jeffrey Paine, Esq., 500 S. Australian Avenue, Suite 120, West Palm Beach, Florida 33401, as its initial registered agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-stated corporation, at the above stated office within this State, I hereby accept to act in this capacity and agree to comply with the provisions of said statute relative to keeping the registered office of the corporation open from 10:00 a.m. to noon each day, except Saturdays, Sundays and legal holidays, and to post herein a sign designating the name of the corporation and the name of its registered agent.

Dated this 28th day of January, 1998.



Jeffrey Paine Esq.

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