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FROM: EMPIRE CORPORATE KIT COMPANY ACCT#: 072450003255
CONTACT: RAY STORMONT
PHONE: (305)541-3694 FAX #: (305)541-3770

NAME: REO ASSET MANAGEMENT, INC.
AUDIT NUMBER.....H98000003429
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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me 2/20/98

(4)
H98000003429 ARTICLES OF INCORPORATION

FILED

OF
REO ASSET MANAGEMENT, INC.

98 FEB 20 AM 7:46

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I NAME

The name of the corporation shall be:

REO ASSET MANAGEMENT, INC.

ARTICLE II PRINCIPAL OFFICE

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

12041 N.W. 35TH STREET
SUNRISE, FL 33323

ARTICLE III 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 AT \$1.00 PAR VALUE

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

JOSH GELLER
12041 N.W. 35TH STREET
SUNRISE, FL 33323

ARTICLE V - INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

JOSH GELLER
12041 N.W. 35TH STREET
SUNRISE, FL 33323

Prepared By:
LOUIS MAMO & COMPANY-Accountant, Silvio Zuccarelli
3600 W. COMMERCIAL BLVD., #207
FORT LAUDERDALE, FL 33309 (954) 733-4347

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ARTICLE VI AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Shareholders is subject to this reservation.

ARTICLE VII- BY LAWS

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

The undersigned has(have) executed these Articles of Incorporation this
20TH day of FEBRUARY, 19 98.



PRESIDENT
Signature/Title

Signature/Title

Signature/Title

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: _____
REO ASSET MANAGEMENT, INC.

2. The name and address of the registered agent and office is:

JOSH GELLER

(NAME)

12041 N.W. 35TH STREET

(P.O. BOX NOT ACCEPTABLE)

SUNRISE, FL 33323

(CITY/STATE/ZIP)

SIGNATURE

Corporate Officer

TITLE

PRESIDENT

DATE

2-20-98

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 obligations of my position as registered agent.

SIGNATURE

DATE

2-20-98

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