



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 752584 81071A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : March 24, 1998

ORDER TIME : 10:06 AM

ORDER NO. : 752584-005

CUSTOMER NO: 81071A

CUSTOMER: Alexandra V. Rieman, Esq
ALEXANDRA V. RIEMAN, P.A.

P.o. Box 7107

Fort Lauderdale, FL 33338

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DOMESTIC FILING

NAME: MORTGAGE SAVINGS OF AMERICA,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 24 PM 1:22

RECEIVED
98 MAR 24 AM 11:26
DEPARTMENT OF STATE
BUREAU OF CORPORATIONS
AND FINANCIAL SERVICES

ARTICLES OF INCORPORATION OF
MORTGAGE SAVINGS OF AMERICA, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 24 PM 1:22

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together for the purpose of forming a corporation by and under the laws of the State of Florida providing for the formation, rights, liabilities, privileges and immunities of a corporation for profit.

ARTICLE I
NAME

The name of this corporation shall be MORTGAGE SAVINGS OF AMERICA, INC.

ARTICLE II
NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is any lawful act or activity for which corporations may be organized under the Florida General Corporations Act, or any successor statute.

ARTICLE III
GENERAL POWERS

This corporation shall have and may exercise all powers now or hereafter conferred by the laws of the State of Florida.

ARTICLE IV
CAPITAL STOCK

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at one time is ONE THOUSAND (1,000) shares of common stock, each having a par value of ONE DOLLAR and 00/100 (\$1.00).

ARTICLE V
INITIAL CAPITAL

The amount of capital with which the corporation shall begin business shall not be less than TWO HUNDRED DOLLARS (\$200.00).

ARTICLE VI
PRINCIPAL OFFICE AND REGISTERED AGENT

The initial address of the principal of this corporation shall be Suite 203, 1287 East Newport Center Drive, Deerfield Beach, Florida 33442. The registered agent of this

corporation shall be Alexandra V. Rieman, 2856 East Oakland Park Boulevard, Fort Lauderdale, Florida 33305. The Board of Directors may, from time to time, move the principal office, the registered office and may change the registered agent and notify the Secretary of State of the same without need of any amendment to these Articles of Incorporation.

ARTICLE VII **INITIAL DIRECTORS**

This corporation shall have one director initially. The number of directors may be increased or diminished from time to time by the By-Laws adopted by the shareholders of the corporation but the number of directors of this corporation shall in no event be less than one. The names and street addresses of the members of the first board of directors is:

<u>Name</u>	<u>Address</u>
Stan Jones	Suite 203 1287 East Newport Circle Drive Deerfield Beach, Florida 33442

ARTICLE VIII **SUBSCRIBERS**

The name and address of each subscriber to these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Alexandra V. Rieman	2856 East Oakland Park Boulevard Fort Lauderdale, Florida 33305

ARTICLE IX **SPECIAL PROVISIONS**

Special provisions for the regulation of the corporation are:

Section a. The corporation shall indemnify all officers and directors, and former officers and directors, to the full extent permitted by law.

Section b. Every shareholder, upon the sale of any new issue of stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

Section c. Cumulative voting for directors shall be permitted.

Section d. The power to adopt, alter, amend and/or repeal by-laws shall be reserved to the shareholders.

ARTICLE X
AMENDMENTS TO ARTICLES OF INCORPORATION

The corporation reserves the right to amend, alter, change or repeal any provision contained herein in the manner now or hereafter prescribed by law, and all rights conferred herein upon shareholders are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on the 23rd day of March, 1998, at Broward County, Florida.

Evan B. Spence
Witness

Therese L. Piloto
Witness

Alexandra V. Rieman
Alexandra V. Rieman, Subscriber

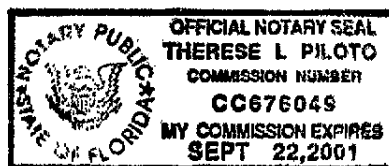
STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on this day before me personally appeared, to me known to be the person described in or who produced the following identification personally known and who executed the same foregoing certificate of incorporation, and he acknowledged before me that he executed the same freely and voluntarily for the purposes therein set forth.

WITNESS my hand and official seal in the county and state above written, this 23 day of March, 1998.

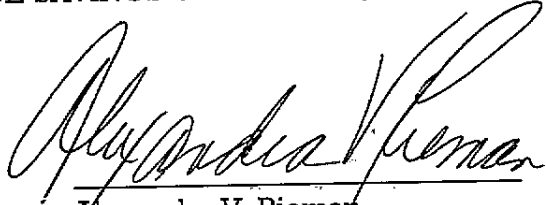
My commission expires

Therese L. Piloto
Notary Public



ACCEPTANCE BY RESIDENT AGENT

Having been named resident agent to accept service of process for the above-named corporation, at the place designated in these Articles of Incorporation, I hereby agree to act in that capacity for MORTGAGE SAVINGS OF AMERICA, INC.



Alexandra V. Rieman
2856 East Oakland Park Boulevard
Fort Lauderdale, Florida 33305

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