

P98000029136

Gail A. Haight  
398 W. Camino Gardens Blvd.  
Suite #109  
Boca Raton, FL 33432  
561-368-5888

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAR 27 PM 3:01

March 16, 1998

Secretary of State  
Division of Corporation  
P O Box 6327  
Tallahassee, FL 32314

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-03/27/98--01080--007  
\*\*\*122.50 \*\*\*122.50

Enclosed are two copies of the Articles of Incorporation of Wall Street Mortgage Group, Inc. and a check for \$122.50 made payable to the Department of State

Should you have any questions, please call me at 561-368-5888.

Sincerely,

*Gail A. Haight*

Gail A. Haight

Enclosures

D. BROWN MAR 30 1998

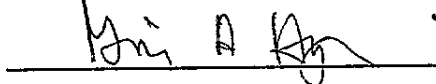
**CERTIFICATE OF INCORPORATION  
OF  
Wall Street Mortgage Group, Inc.**

The undersigned natural person(s), of the age of 21 or more, acting to form a corporation under the corporate laws of the State of Florida, do hereby certify the following:

- First:** The name of the corporation shall be Wall Street Mortgage Group, Inc.
- Second:** The address of the initial registered office of the corporation is: 398 W. Camino Gardens Blvd. Suite #109, Boca Raton, FL 33432, County of Palm Beach. The name of the registered agent located at such address is Gail Haight.
- Third:** The principal address of the corporation is: 398 W. Camino Gardens Blvd. Suite #109, Boca Raton, FL 33432.
- Fourth:** The purpose for which this corporation is organized shall be to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.
- Fifth:** The total authorized stock of this corporation is divided into 10,000,000 shares at \$.0001 par value.
- Sixth:** The number of directors constituting the initial board of directors is two, and the names and addresses of those who will serve as directors until the first annual meeting of shareholders or until their successors are elected are as follows:
- Gail Haight 398 W. Camino Gardens Blvd. #109, Boca Raton, FL 33432
- Seventh:** The duration of the corporation is perpetual.
- Eighth:** The name and address of the person who is to act as incorporator is as follows:

Gail Haight  
398 W. Camino Gardens Blvd. #109  
Boca Raton, FL 33432

I, THE UNDERSIGNED, being all the incorporators of the corporation identified above, declare that I have examined the foregoing this 16th day of March, 1998.

 3/16/98

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICLE FOR THIS  
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHICH  
PROCESS MAY BE SERVED.**

In compliance with Section 607.1507, Florida Statutes, the following is submitted:

First, this Wall Street Mortgage Group, Inc., desiring to organize under the laws of the State of Florida, with its principal place of business located in the city of Boca Raton, State of Florida, has named Gail Haight, located at 398 W. Camino Gardens Blvd. Suite #109, Boca Raton, FL 33432 as its agent for service of process within Florida.

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
\_\_\_\_\_  
**Gail A. Haight**

3/16/98  
Date

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