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Charter Number Only

4/29/98.

FILED
98 APR 30 AM 10:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Requestor's Name
Address
City State ZIP Phone

BR

VALIDATION ONLY

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****122.50 ****122.50

CORPORATION(S) NAME

Veterans Benefit Mortgage Corporation

RECEIVED
98 APR 30 AM 10:03
DIVISION OF CORPORATION

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit	<input type="checkbox"/> Foreign	<input type="checkbox"/> Mark
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Change of Registered Agent
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Certificate Under Seal
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
		<input type="checkbox"/> Mail Out

Name
Availability
Document
Examiner K. Rolfe APR 30 1998
Updater
Verifier
Acknowledgment
W.P. Verifier

Certified copy

Empire Toll Free: 1-800-432-3028

ARTICLES OF INCORPORATION

of

VETERANS BENEFIT MORTGAGE CORPORATION

(name of corporation)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

VETERANS BENEFIT MORTGAGE CORPORATION

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 is authorized to issue FIVE HUNDRED THOUSAND PREFERRED SHARES PAR VALUE ONE HUNDRED DOLLAR.
The corporation is authorized to issue TWO MILLION COMMON shares (2,000,000) of ONE CENT PAR VALUE.
Dollar(s) (\$ 100.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	<u>SHALOM GOLDBERG</u>		
ADDRESS	<u>3395 N. DIXIE Hwy. #3</u>		
CITY	<u>BOCA RATON</u>	FLORIDA	ZIP <u>33431</u>

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

NAME	<u>VETERANS BENEFIT MORTGAGE CORPORATION</u>		
ADDRESS	<u>3395 N DIXIE Hwy. #3</u>		
CITY	<u>BOCA RATON</u>	FLORIDA	ZIP <u>33431</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have THREE (3) 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 addresses of the initial director(s) of the corporation are as follows:

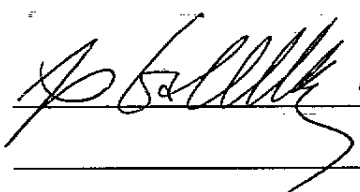
NAME	SHALOM GOLDBERG		
ADDRESS	3395 N. DIXIE HWY #3		
CITY	BOCA RATON	STATE	FL ZIP 33431
NAME	JUDITH SPERLING		
ADDRESS	3395 N. DIXIE HWY #3		
CITY	BOCA RATON	STATE	FL ZIP 33431
NAME	WILLIAM HARRISON		
ADDRESS	3395 N. DIXIE HWY #3		
CITY	BOCA RATON	STATE	FL ZIP 33431

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	SHALOM GOLDBERG		
ADDRESS	3395 N. DIXIE HWY #3		
CITY	BOCA RATON	STATE	FL ZIP 33431
NAME	JUDITH SPERLING		
ADDRESS	3395 N. DIXIE HWY #3		
CITY	BOCA RATON	STATE	FL ZIP 33431
NAME	WILLIAM HARRISON		
ADDRESS	3395 N. DIXIE HWY #3		
CITY	BOCA RATON	STATE	FL ZIP 33431

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 29 day of APRIL, 19 98.

 (Seal)

(Seal)

(Seal)

CERTIFICATE AND KNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VETERANS BENEFIT MORTGAGE CORPORATION
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

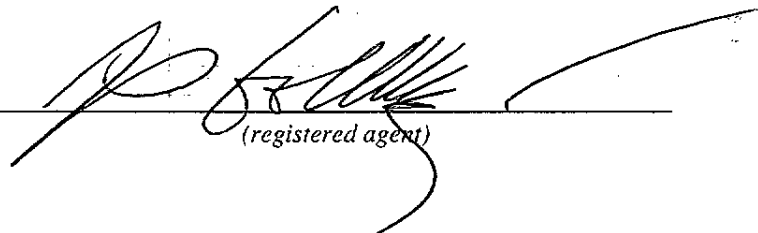
The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at SHALOM GOLDBERG
3395 N. DIXIE Hwy #3 BOCA RATON FL 33431

has named SHALOM GOLDBERG
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)