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April 24, 1998

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Secretary of State
Corporate Division
The Capitol
Tallahassee, Florida 32304

RE: FIRST SOURCE REAL ESTATE GROUP, INC.

Dear Sir/Madam:

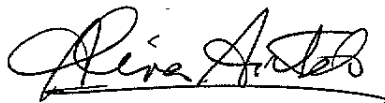
I am enclosing herewith an original and a copy of Articles of Incorporation for the above named company. In addition, a check in the sum of \$122.50 is enclosed which represents the following fees:

Filing Fee	35.00
Certified Copy Fee	52.50
Registered Agent Fee	<u>35.00</u>
Total	\$122.50

Please file the original of the enclosed Articles of Incorporation and return the certified copy to the undersigned.

Your prompt attention to this matter will be appreciated.

Very truly yours,


Alina Antelo

Enclosures

FILED
98 APR 29 AM 8:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8. BROOK MAY 1 1998

**Articles of Incorporation
for
FIRST SOURCE REAL ESTATE GROUP, INC.**

The undersigned natural person, as Incorporator for the purpose of forming a Corporation for profit under the provisions of Chapter 607, Florida General Corporation Act, of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

**Article I
Name of Corporation**

The name of this corporation shall be First Source Real Estate Group, Inc.

**Article II
Purposes**

The general nature of the business to be transacted by this corporation is to engage in every aspect and phase of the business of real estate, community association management, property management, development and any activities or business permitted under the laws of the United States and Florida.

**Article III
Capital Stock**

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be 1,000 shares of common stock at \$1.00 per share par value.

The consideration to be paid for each share shall be payable in lawful money or property, labor or services.

Each shareholder shall have the first right to purchase shares (and securities convertible into shares) of any class, or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares she holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting her to exercise her preemptive rights.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article IV Duration

This corporation shall have perpetual existence.

Article V Board of Directors

The corporation shall have a Board of Directors consisting of at least one person. The number of Directors may be increased or decreased from time to time by a resolution of the majority of the Shareholders but shall never be less than one. The name and address of the initial Directors of this corporation are:

Alina Antelo
2121 N. Bayshore Drive, PH 1409
Miami, FL 33137

Jacqueline Webley
13581 SW 111 Avenue
Miami, FL 33176

Barbara Ashcraft
1718 SE 5 Court
Cape Coral, FL 33990

Article VI Informal Shareholder Action

Any action that may be taken at a Shareholder's meeting may be taken without a meeting if consent in writing, setting forth the action so taken, shall be signed by all the Shareholders entitled to vote upon such action and filed with the Secretary of the corporation as part of the corporate records.

Article VII Informal Director Action

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

Article VIII Indemnification

The corporation may indemnify any officer or director, or any former officer or director in the manner set out and provided for in the bylaws of this corporation.

Article IX Bylaw Amendment

The power to adopt, alter, amend or repeal the bylaws of this Corporation shall be vested in the Board of Directors provided that such amendment be in compliance with the laws of Florida governing a Corporation.

Article X Registered Agent

The address of this corporation's initial registered office and the designated initial registered agent at said address is as follows:

Alina Antelo
2121 N. Bayshore Drive, PH 1409
Miami, FL 33137

Article XI Incorporator

The name and address of the Incorporator is as follows:

Alina Antelo
2121 N. Bayshore Drive, PH 1409
Miami, FL 33137

Article XII Corporate Address

The mailing address of the corporation is as follows:

First Source Real Estate Group, Inc.
2121 N. Bayshore Drive, PH 1409
Miami, FL 33137

Alina Antelo, Incorporator

By: Alina Antelo
Alina Antelo

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TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
)SS
COUNTY OF DADE)

He/She is personally known to me or has produced _____ as identification and did take an oath.

Print or Type Name of Notary Public:

OFFICIAL NOTARY SEAL
JACQUELINE WEBLEY
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC450427
MY COMMISSION EXP. APR. 3, 1999