

P98000044378

Lifestyle Mortgage, Inc.

Post Office Box 423574

Kissimmee, FL 34742

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-05/14/98--01034--004
*****70.00 *****70.00

May 11, 1998

Secretary of State

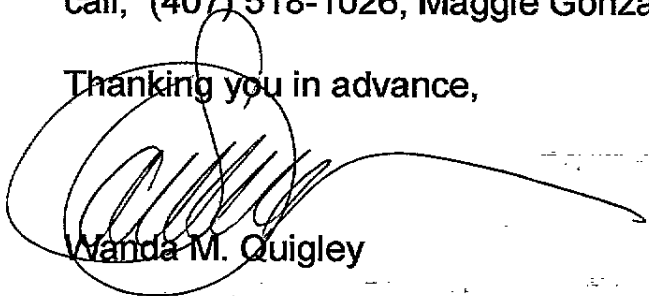
Post Office Box 6327

Tallahassee, FL 32314

To Whom It May Concern:

Enclosed you will find a request for the corporate name (Articles of Incorporation), *Lifestyles Mortgage, Inc.* and a check in the amount of \$70.00. Should you need any further information, please feel free to call, (407) 518-1026, Maggie Gonzalez.

Thanking you in advance,



Wanda M. Quigley

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TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
LIFESTYLES MORTGAGE, INC.**

ARTICLE I

Name. The name of this corporation is Lifestyles Mortgage, Inc.

ARTICLE II

Business and Activities. This corporation may, and is organized and authorized to, engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

Capital Stock. The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$10.00 per share, with the consideration to be paid for each share to be in money, property or services, as may be fixed by the Board of Directors.

ARTICLE IV

Term of Existence. This corporation shall have a perpetual existence.

ARTICLE V

Initial Registered Office and Agent. The street address of the initial registered office of this corporation is 1920 Bentley Blvd., Kissimmee, Florida 34741, and the name of the initial registered agent of this corporation at that address is Margaret Gonzalez.

ARTICLE VI

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

ARTICLE VII

Number of Directors. The Board of Directors of this corporation shall consist of one or more directors, the exact number of which shall be the number of directors from time to time fixed by the Board of Directors or the stockholders in accordance with the Bylaws of the corporation. Directors, as such, shall receive such compensation for their services, if any, as may be set by the Board of Directors at an annual or special meeting. The directors may authorize and require the payment of reasonable expenses incurred by directors in attending meetings of the directors. Nothing in this Article shall be construed to preclude a director from serving the corporation in any other capacity

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and receiving compensation therefor.

ARTICLE VIII

Subscriber. The name and street address of each subscriber to these Articles of Incorporation are as follows:

<u>Name</u>	<u>Address</u>
Margaret Gonzalez	1920 Bentley Blvd. Kissimmee, Florida 34741
Wanda Miller Quigley	4213 Reaves Road Kissimmee, Florida 34746

ARTICLE IX

Lost or Destroyed Certificates. Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the Bylaws of this corporation.

ARTICLE X

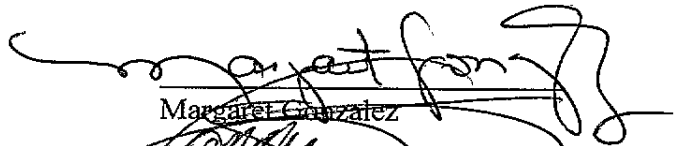
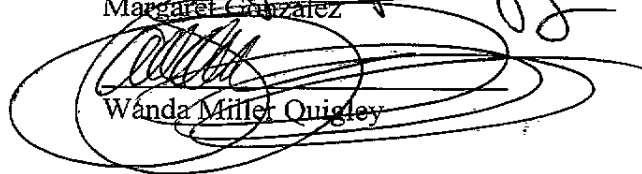
Amendment. These Articles of Incorporation may be amended as provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock issued and entitled to be voted, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI

The corporation shall indemnify, or advance reasonable expenses to, to the fullest extent authorized or permitted by the Florida General Corporation Act, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that he (i) is or was a director of the corporation; (ii) is or was serving at the request of the corporation as a director of another corporation; (iii) is or was an officer of the corporation, provided that he is or was at the time a director of the corporation; or (iv) is or was serving at the request of the corporation as an officer of another corporation, provided that he is or was at the time a director of the corporation or a director of such other corporation, serving at the request of the corporation. Unless otherwise expressly prohibited by the Florida General Corporation Act, and except as otherwise provided in the foregoing sentence, the Board of Directors of the corporation shall have the sole and exclusive discretion, on such terms and conditions as it shall determine, to indemnify, or advance expenses to, any person made, or threatened to be made, a party to any action, suit, or proceeding by reason of the fact that he is or was an officer, employee or agent of the corporation, or is or was serving at the

request of the corporation as an officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise. No person falling within the purview of the foregoing sentence may apply for indemnification or advancement of the expenses to any court of competent jurisdiction.

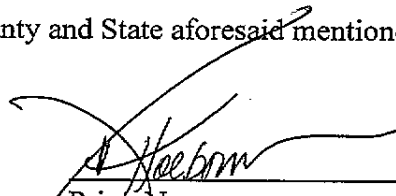
IN WITNESS WHEREOF, the undersigned does set their hands and seals and has acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 7th day of May, 1997.


Margaret Gonzalez

Wanda Miller Quigley

STATE OF FLORIDA)
COUNTY OF OSCEOLA)

I HEREBY CERTIFY that on this day before me personally appeared Margaret Gonzalez and Wanda Miller Quigley, to me known to be the individuals described in and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed the same for the purposes therein expressed. They are personally known to me and did not take an oath.

WITNESS my hand and official seal in the County and State aforesaid mentioned this 7th day of May, 1997.


Print Name: _____
Notary Public, State of Florida
My Commission Expires: _____
DENISE M. HOLBORN
MY COMMISSION # CC407889 EXPIRES
November 20, 1998
BONDED THRU TROY FAIR INSURANCE, INC.

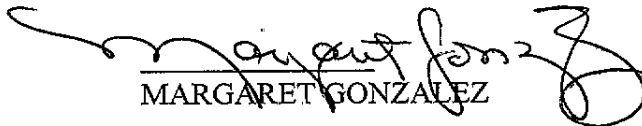
CERTIFICATE OF REGISTERED AGENT

Pursuant to Chapters 48.091 and 607.0505, Florida Statutes, the following is submitted in compliance with said Act:

FIRST, that **Lifestyles Mortgage, Inc.**, desiring to organize under the laws of the State of Florida, with the location of its principal place of business as indicated in the Articles of Incorporation at 1920 Bentley Blvd. Kissimmee, Florida 34741, has named MARGARET GONZALEZ, located at said address as its registered agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.


MARGARET GONZALEZ

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TALLAHASSEE, FLORIDA