

P 98000048363

PATRICIA DELGARDIO
11217 LAKE VIEW DRIVE
CORAL SPRINGS, FL 33071

FILED
98 MAY 27 AM 8:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

May 16, 1998

Department of State
Division of Corporation
409 E. Gaines Street
Tallahassee, Florida 32399

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-05/18/98-01137--006
*****78.75 *****78.75

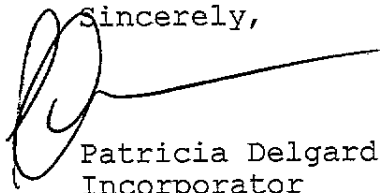
Dear Sir/Madam:

SUBJECT: A SUNSHINE MORTGAGE INC.

We are enclosing an original and one (1) copy of the Articles of Incorporation of subject entity for filing with your department.

Should you have any questions regarding the enclosures, please do not hesitate to contact my accountant, Taxes & More, Inc. at (954) 523-1996.

Sincerely,


Patricia Delgardio
Incorporator

~~W 98 11576~~

Paid
money
order
68053960912
\$78.75

F. CHESSEY JUN 1 1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 20, 1998

PATRICIA DELGARDIO
11217 LAKE VIEW DR
CORAL SPRINGS, FL 33071

SUBJECT: A SUNSHINE MORTGAGE INC.
Ref. Number: W98000011576

FILED
98 MAY 27 AM 8:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for A SUNSHINE MORTGAGE INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 998A00028362

ARTICLES OF INCORPORATION
OF
SUNSHINE MORTGAGE GROUP INC.

FILED
98 MAY 27 AM 8:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, as proper person acting as incorporator of a corporation under the laws of the State of Florida, adopt the following articles of incorporation:

ARTICLE I.

The name of the corporation is **SUNSHINE MORTGAGE GROUP INC.**

ARTICLE II.

The corporation shall exist in perpetuity commencing on the date of the filing of the Article of Corporation.

ARTICLE III.

The purpose of the corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV.

The aggregate number of shares this corporation is authorized to issue is 100,000 shares of no par value common stock which shall be designated as Common Shares.

ARTICLE V.

This corporation will not commence business until at least \$100.00 (one hundred dollars) have been received by it as consideration for the issuance of shares.

ARTICLE VI.

SECTION I.

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the assets of the corporation shall be payable to and distributed ratable among the holders of record of the Common Shares.

SECTION II.

VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE VII.

The street address of the initial principal office of this Corporation is 1313 N. Federal Highway, West Palm Beach, Florida 33460 and the name of the initial registered agent of this corporation and address is:

Carmen S. Romero-Tejeda
Taxes & More Inc.
1525 S. Andrews Avenue, Suite 7
Fort Lauderdale, Florida 33316

ARTICLE VIII.

The number of directors constituting the initial board of directors of the corporation is two (2). 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 name and address of the individuals who are to serve as directors until the first annual meeting of shareholders or until his or her successor or successors are elected is:

Paul Ghiliotti
16 Midland Road
Ocean Ridge, FL 33435

Patricia Delgardo
11217 Lake View Drive
Coral Springs, FL 33071

ARTICLE IX.

The name and address of the incorporator of these Articles of Incorporation is:

Patricia Delgardio
11217 Lake View Drive
Coral Springs, FL 33071

ARTICLE X.

This corporation reserves the right and power to amend, adopt, alter or repeal any provisions contained in these Articles of Incorporation, or any amendments thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XI.

Special meetings of shareholders may be called by any shareholder owning at least fifty (50%) percent of the shares of stock entitled to vote.

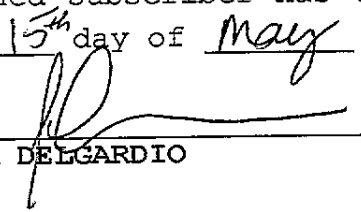
ARTICLE XII.

A majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of the shareholders. If a quorum is present, the affirmative vote of a majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XIII.

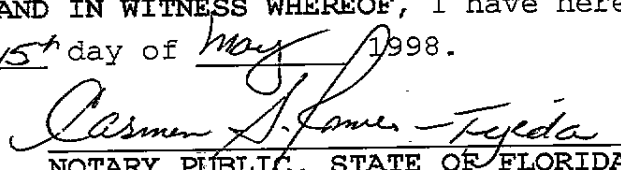
At each such election for Directors, every shareholder entitle to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at the time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 15th day of May 1998.


PATRICIA DELGARDIO

I HEREBY CERTIFY that before me, Patricia Delgardo, personally appeared before me, took an oath, and executed the foregoing ARTICLES OF INCORPORATION for the purposes expressed therein.

ACKNOWLEDGED BEFORE ME AND IN WITNESS WHEREOF, I have hereunto set my hand and seal, this 15th day of May 1998.


NOTARY PUBLIC, STATE OF FLORIDA
MY COMMISSION EXPIRES:

OFFICIAL NOTARY SEAL CARMEN S. ROMERO-TEJEDA NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC667233 MY COMMISSION EXP. JULY 28, 2001
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CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHO PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST THAT SUNSHINE MORTGAGE GROUP INC. IS DESIRING TO
ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL
PLACE OF BUSINESS AT:

1313 N. FEDERAL HIGHWAY
WEST PALM BEACH, FLORIDA

AND HAS NAMED:

CARMEN S. ROMERO-TEJEDA

AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA

SUNSHINE MORTGAGE GROUP INC.

BY:

PATRICIA DELGARDIO

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.

BY:

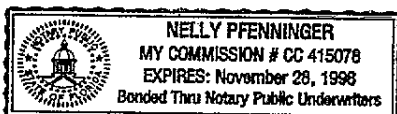
CARMEN S. ROMERO-TEJEDA

STATE OF FLORIDA)

) ss

COUNTY OF BROWARD)

SWORN TO AND SUBSCRIBE before me this 27 day of May
1998.



Nelly Pfenninger
NOTARY PUBLIC, STATE OF FLORIDA
MY COMMISSION EXPIRES:

FILED
98 MAY 27 AM 8:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA