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June 10, 1998

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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****127.50 ****122.50

Re: Articles of Incorporation
Option Plus Financial, Inc.

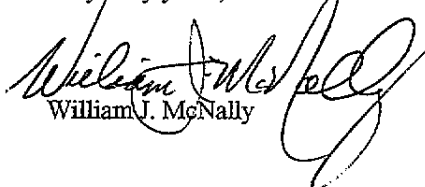
Gentlemen:

Please find attached, ARTICLES OF INCORPORATION for OPTION PLUS FINANCIAL, INC.
and a check in the amount of \$127.50 representing the required fees for filing, plus a certified copy of the
Articles of Incorporation.

Please forward the certified copy to:

William J. McNally
Option Plus Financial, Inc.
3016 Rosemead
Sarasota, FL 34235

Very truly yours,


William J. McNally

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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**ARTICLES OF INCORPORATION
OPTION PLUS FINANCIAL, INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

FIRST: The name of corporation is: **OPTION PLUS FINANCIAL, INC.**

SECOND: The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida. The principal activity of the corporation will be to own and operate a Mortgage Brokerage Business and/or to engage in the lending business, as permitted by law.

THIRD: The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is five thousand (5,000) shares of Common Stock having a par value of one dollar (\$1.00) per share.

FOURTH: The amount of capital with which this corporation will begin business will be not less than FIVE HUNDRED (\$500.00) DOLLARS.

FIFTH: The corporation is to exist perpetually.

SIXTH: The initial street address of the principal office of the corporation in the State of Florida is: 3016 Rosemead, Sarasota, FL 34235

SEVENTH: This corporation shall have one director initially. The number of directors may be increased or decreased by by-laws adopted by the stockholders at any time and from time to time.

EIGHTH: The name and post office address of the member of the first Board of Directors is: William J. McNally, 3016 Rosemead, Sarasota, FL 34235.

NINTH: The name and street address of the subscriber to these Articles of Incorporation is as follows: William J. McNally, 3016 Rosemead, Sarasota, FL 34235.

TENTH: The name of the initial resident agent and the address of the resident office is as follows: William J. McNally, 3016 Rosemead, Sarasota, FL 34235.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 10th day of June, 1998.

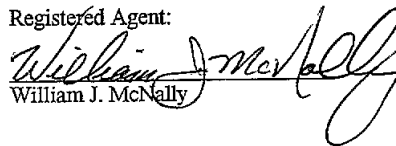
Subscriber:



CONSENT OF REGISTERED AGENT

Having been named as Registered Agent at the registered office designated in the foregoing articles, the undersigned accepts the designation as registered agent.

Registered Agent:


William J. McNally

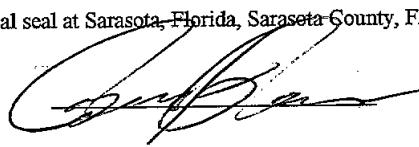
STATE OF FLORIDA)
SS
COUNTY OF SARASOTA)

I HEREBY CERTIFY that on the 10th day of June, 1998, before me a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared William J. McNally, to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and that the facts therein are truly set forth.

WITNESS my hand and official seal at Sarasota, Florida, Sarasota County, Florida, the day and year aforesaid.

My commission expires:

4/3/01





FREDERICK FERRARI
My Comm Exp. 4/03/2008
Bonded By Service Ins
No. CC635813
[] Personally Known [X] Other

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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