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FAX #:

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FROM: FERNANDO JIMENO

ACCT#:

074553003252

CONTACT: FERNANDO **JIMENO**

PHONE: (305) 621-4842

FAX #:

(305) 621-8214

NAME: ACRA MORTGAGE # 2, CORP.

AUDIT NUMBER...... H98000011339

DOC TYPE......FLORIDA PROFIT CORPORATION OR P.A.

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

June 19, 1998

FERNANDO JIMENO

SUBJECT: ACRA MORTGAGE #2, CORP.

REF: W98000014028

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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.

THE CONFLICT IS "ACRA MORTGAGE CORP.", DOCUMENT NUMBER P970000100867. THESE DO NOT APPEAR TO BE THE SAME PEOPLE INVOLVED IN BOTH CORPORATIONS, THEREFORE THE NAME IS UNAVAILABLE AT THIS TIME. PLEASE CORRECT THE SPELLING OF "DEARFIELD" TO "DEERFIELD" EVERYWHERE IT APPEARS IN THE ADDRESSES.

If you have any further questions concerning your document, please call (850) 487-6919.

Beth Register Corporate Specialist Supervisor

FAX Aud. #: H98000011339 Letter Number: 198A00033823 H98000011339

ARTICLES OF INCORPORATION

0F

ACRA MORTGAGE FINANCIAL SERVICES, INC.

The undersigned subscriber(s) to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - NAME AND ADDRESS

The name of the corporation is:

ACRA MORTGAGE FINANCIAL SERVICES, INC.

Its principal office and mailing address shall be located at

3511 West Hillsboro Blvd.

Deerfield Beach, Florida 33442

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 ONE HUNDRED shares (100) of five dollars (\$5.00) par value Common Stock, which shall be designated "COMMON SHARES"

Document prepared by: Fernando Jimeno 19754 NW 61 Ave Miami, Fl. 33015 (305) 621-4842

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ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the Initial Registered Agent of this Corporation is:

GELSYS BORROTO
3511 West Hillsboro Blvd.
Deerfield Beach, Florida 33442

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have Two (2) 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:

ELIZABETH C. FERNANDEZ 3511 West Hillsboro Blvd. Deerfield Beach, Florida 33442 President - Treasurer

GELSYS BORROTO
3511 West Hillsboro Blvd
Deerfield Beach, Florida 33442

Vice President - Secretary

ARTICLE VII - INCORPORATOR

The name and address of the incorporator of this corporation is:

GELSYS BORROTO 3511 West Hillsboro Blvd. Deerfield Beach, Florida 33442 FILED
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SECRETARY OF STATE

IN WITNESS WHEREOF, the undersigned subscriber(s) acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 17th day of June, 1998

GELSYS BORROTO, incorporator

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CERTIFICATE OF REGISTERED AGENT

OF

ACRA MORTGAGE FINANCIAL SERVICES, INC.

Pursuant to Florida Statutes Sections 48.091 and 607.034, 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

3511 West Hillsboro Blvd. Deerfield Beach, Florida 33442

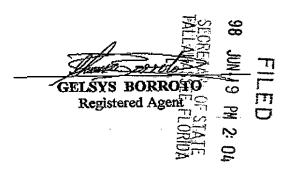
has name

GELSYS BORROTO

located at the aforesaid 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 Florida Law in keeping open said office.



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