300001036106

THE UNITED STATES **CORPORATION**

ACCOUNT NO. : 072100000032

REFERENCE :

895532

82563A

AUTHORIZATION :

\$ 157.50 COST LIMIT :

ORDER DATE : July 17, 1998

ORDER TIME : 10:33 AM

ORDER NO. : 895532-005

CUSTOMER NO: 82563A

Gregory L. Gresham, Esq CUSTOMER:

GREGORY L. GRESHAM, ESQ

918a Drew Street

Clearwater, FL 33755

DOMESTIC FILING

PRIMETIME PLUS MORTGAGE, INC.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

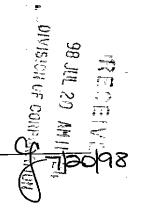
_ CERTIFIED COPY

PLAIN STAMPED COPY

___ CERTIFICATE OF GOOD STANDING (4)

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:





ARTICLES OF INCORPORATION

OF

PRIME PLUS MORTGAGE, INC.

ARTICLE I

NAME: The name of this corporation is

PRIME PLUS MORTGAGE, INC.

ARTICLE II

DURATION: This corporation shall have perpetual duration.

ARTICLE III

PURPOSE: This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

CAPITAL STOCK: This corporation is authorized to issue 10,000 shares of one class of shares at a value of \$1.00 per share, which shall be designated as "Common Shares."

ARTICLE V

PREEMPTIVE RIGHTS: Every shareholder, upon the issue or sale of any new shares of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof at the price at which it is offered to others.

ARTICLE VI

CORPORATION PRINCIPAL OFFICE: The principal office address and the mailing address of this corporation are:

13907 N. Dale Mabry Hwy. Ste. 201-206 Tampa, FL 33618

ARTICLE VII

INITIAL REGISTERED AGENT AND OFFICE: The name of the initial registered agent and the street address of the initial registered office of this corporation are:

Gregory L. Gresham 918A Drew Street Clearwater, FL 33755

ARTICLE VIII

INITIAL BOARD OF DIRECTORS: This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one (1). The name and address of the initial directors of this corporation are:

Director Name

Address

Gregory L. Gresham

918A Drew Street Clearwater, FL 33755

ARTICLE IX

INCORPORATOR: The name and address of the persons signing these Articles is:

Gregory L. Gresham 918A Drew Street Clearwater, FL 33755

ARTICLE X

BYLAWS: The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders. The Board of Directors shall not have the power to alter, amend or repeal any bylaw adopted by the shareholders, if the shareholders shall so designate in adopting, altering or amending a Bylaw.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 16th day of July, 1998.

Gregory L. Gresham

STATE OF FLORIDA COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 16th day of July, 1998, by Gregory L. Gresham, who personally appeared before me at the time of notarization, and who is personally known to me.

NOTARY PUBLIC - STATE OF FLORIDA

OFFICIAL NOTARY SEAL
MARION M ENGLISH
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC472344
MY COMMISSION EXP. JUNE 14,1999

Print: Marion M. English

Address: 918A Drew Street Clearwater, Florida 33755

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Chapter 48.091, Florida Statutes, the following is submitted:

That PRIME PLUS MORTGAGE, INC., desiring to organize under the laws of the State of Florida, with its principal office at 13907 N. Dale Mabry Hwy. Ste. 201-206, Tampa, FL 33618, has named GREGORY L. GRESHAM, located at 918A Drew Street, Clearwater, FL 33755, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

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

GREGORY L. GRESHAM, Registered Agent

98 JUL 20 PH 2: 56