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LEONARD ALTERMAN

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August 19, 1998

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32301

EFFECTIVE DATE
8-17-98

100002623281--8
-08/24/98-01104-003
****122.50 ****122.50

Re: QUALITY MORTGAGE & ASSOCIATES, INC.

Gentlemen:

I am enclosing herewith an original and one copy of the Articles of Incorporation and Designation of Registered Agent of QUALITY MORTGAGE & ASSOCIATES, INC, along with a Release and Assignment of Right to Use Name. Also enclosed is a check in the amount of \$122.50 as payment for the following amounts:

\$35.00 - Filing Fee
52.50 - Certified Copy
35.00 - Resident Agent Designation

I would appreciate your returning the certified copy to me at your earliest convenience.

Thank you for your attention to this matter.

Sincerely,

Leonard Alterman
Leonard Alterman

LA/bjw

Enclosures

cc: Tom Seybert w/ Enclosure.

FILED
98 AUG 24 AM 7:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F. CHESSEY AUG 25 1998

ARTICLES OF INCORPORATION
OF
QUALITY MORTGAGE & ASSOCIATES, INC.

FILED
98 AUG 24 AM 11:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned for the purpose of organizing and incorporating a corporation pursuant to the laws of the State of Florida, hereby makes, subscribes, acknowledges, and files these Articles of Incorporation.

EFFECTIVE DATE
8-17-98

ARTICLE I

NAME OF THE CORPORATION

The name of this corporation shall be QUALITY MORTGAGE & ASSOCIATES, INC.

ARTICLE II

PRINCIPAL OFFICE

The principal office of the corporation shall be at: 6690 Normandy Boulevard, Jacksonville, Florida 32205.

ARTICLE III

DURATION OF CORPORATION

This corporation shall exist in perpetuity, unless sooner dissolved in accordance with law; and its existence shall commence on the date of signing of these Articles of Incorporation.

ARTICLE IV

GENERAL PURPOSE

The general purposes for which this corporation is organized shall include the transaction of any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE V

CAPITAL STOCK

The corporation shall have the authority to issue but one class of stock. It shall have the authority to issue 7500 shares of common stock, each of which shall have a par value of \$1.00 and shall have voting rights. Each shareholder shall have preemptive right.

ARTICLE VI

INITIAL REGISTERED OFFICE

The street address of the corporation's initial registered office and the name of its initial registered agent for service of process within the state of Florida at such address are:

Registered Agent: Leonard M. Alterman

Address: 9116 Cypress Green Drive, Suite 207
Jacksonville, FL 32256

ARTICLE VII

DIRECTORS

The corporation shall have not less than one and not more than five directors. The number of directors may be either increased or decreased from time to time by an amendment of the by-laws of the corporation in the manner provided by the law or by the by-laws but

shall never be less than one.

ARTICLE VIII

INITIAL DIRECTORS

The name and address of the initial directors of the corporation are as follows:

THOMAS J. SEYBERT
6690 Normandy Boulevard
Jacksonville, Florida 32205

BRIAN CORCORAN
6690 Normandy Boulevard
Jacksonville, Florida 32202

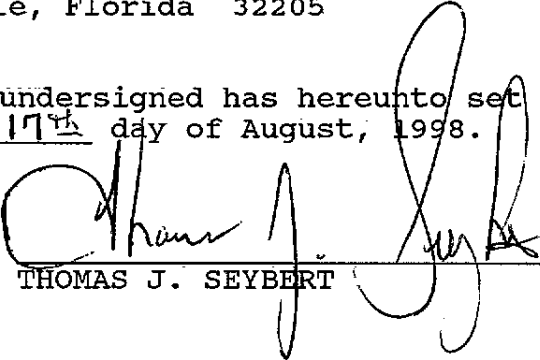
ARTICLE IX

INCORPORATORS

The names and addresses of the incorporators are as follows:

THOMAS J. SEYBERT
6690 Normandy Boulevard
Jacksonville, Florida 32205

IN WITNESS WHEREOF, the undersigned has hereunto set their hands and seals on this the 17th day of August, 1998.



THOMAS J. SEYBERT

STATE OF FLORIDA)
) SS:
COUNTY OF DUVAL)

On this day, before me, an officer duly authorized by law to take oaths and acknowledgments, personally appeared THOMAS J. SEYBERT, who executed the foregoing Articles of Incorporation, that he executed the same for the purposes therein expressed, ✓ who is personally known to me (or) _____ who has produced Florida Driver's License No. _____ as identification, and who _____ did ✓ did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Jacksonville, Florida, on this the 17 day of August, 1998.

Terri L. Miller
Notary Public
State of Florida at Large
My Commission expires: Sept. 7-2000



ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above named corporation at the place designated in these Articles of Incorporation, I hereby am familiar with and accept the duties and responsibilities 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.

Leonard M. Alterman
LEONARD M. ALTERMAN

Date August 17, 1998

FILED
98 AUG 24 AM 7:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RELEASE AND ASSIGNMENT OF RIGHT TO USE NAME

Quality Mobile Homes, Inc., the owner of the fictitious name, QUALITY MORTGAGE & ASSOCIATES, INC., hereby relinquishes the right to use that name to a new corporation to Thomas J. Seybert and Brian Corcoran, who are forming a new corporation to be named Quality Mortgage & Associates, Inc. The new corporation, Quality Mortgage & Associates, Inc. is a continuation of the business which registered the fictitious name, Quality Mortgage & Associates, Inc.

Dated this 17th day of August, 1998.

Quality Mobile Homes, Inc.

By

President

FILED
98 AUG 24 AM 7:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA