

ATTORNEY AT LAW

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November 11, 1998

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*****70.00 *****70.00

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Articles of Incorporation of Progressive Mortgage
of Walton County, Inc.

Dear Sir/Madam:

Enclosed please find the original Articles of Incorporation
for the above-referenced corporation. Also enclosed is my firm
check in the amount of \$70.00 representing the filing fee.

Thank you for your assistance in this regard. Should you have
any questions or need additional information, please do not
hesitate to contact me.

Sincerely,



KATHLEEN REYNOLDS

KR:gp
Enclosures

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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B. BROCK NOV 20 1998

ARTICLES OF INCORPORATION
OF
PROGRESSIVE MORTGAGE OF WALTON COUNTY, INC.

ARTICLE I - NAME

The name of this corporation is Progressive Mortgage of Walton County, Inc.

ARTICLE II - DURATION

This corporation shall have a perpetual existence commencing on the date of filing.

ARTICLE III - PRINCIPAL OFFICE

The principal place of business of this corporation shall be:

1598 W. Nelson Ave.

DeFuniak Springs, Florida 32433

The mailing address of this corporation shall be:

1132-A North Ferdon Boulevard

Crestview, Florida 32536

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Thousand Shares of One Dollar (\$1.00) par value common stock, which shall be designated "common shares".

ARTICLE V

The corporation elects to have pre-emptive rights.

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ARTICLE VI - INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent of this corporation is: Mike Josey
1132-A North Ferdon Boulevard
Crestview, Florida 32536

ARTICLE VII - INCORPORATORS

The name and address of the person signing these articles is: Jill Lancaster
1132-A North Ferdon Boulevard
Crestview, Florida 32536

ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX - ACTION WITHEOUT A MEETING

The directors of this corporation may take action by written consent, as provided by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles Of Incorporation this 5th day of November, 1998.

Jill Lancaster

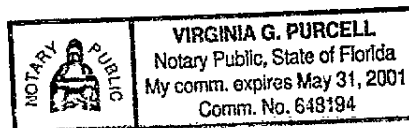
JILL LANCASTER, INCORPORATOR

STATE OF FLORIDA
COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this 5th day of November, 1998 by JILL LANCASTER, who is personally known to me ~~or who has produced~~ _____ as ~~identification~~ and acknowledged and declared that ~~he~~/she executed the same for the uses and purposes therein set forth.

Virginia G. Purcell

NOTARY PUBLIC
My Commission Expires: _____



CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

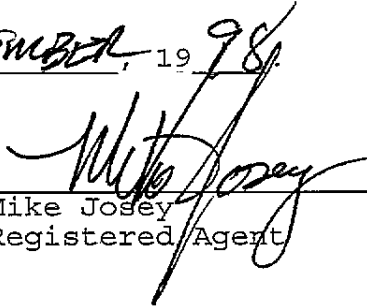
Pursuant to the provisions of Chapter 607, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submit the following statement designating the registered agent/registered office in the State of Florida.

1. The name of the corporation is: Progressive Mortgage of Walton County, Inc.

2. The name and address of the registered agent is Mike Josey, 1132-A North Ferdon Boulevard, Crestview, FL 32536. The address of the principal office is 1598 W. Neslon Ave, DeFuniak Springs, Florida 32433.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position.

DATED this 11 day of NOVEMBER, 19 98.


Mike Josey
Registered Agent

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