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FLORIDA DIVISION OF CORPORATIONS
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((H98000022028 8)))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FILINGS, INC.

ACCT#: 072720000101

CONTACT: TERESA ROMAN PHONE: (850)385-6735
(850)561-1025

FAX #:

NAME: ALL MORTGAGE CENTER INC. AUDIT NUMBER.....H98000022028 DOC
TYPE.....FLORIDA PROFIT CORPORATION OR P.A. CERT. OF STATUS..0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TA-11/24/98

**ARTICLES OF INCORPORATION
OF
ALL MORTGAGE CENTER INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation is:

ALL MORTGAGE CENTER INC.

ARTICLE II

The corporation may engage in or transact in any or all activity or business permitted under the laws of the United States and of the State of Florida. The specific purpose for which the corporation is formed is to provide licensed lending mortgage brokerage business.

ARTICLE III

The corporation is authorized to issue and have outstanding at any one time an aggregate number of 500 shares of one class of common stock having a par value of One Dollars (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV

INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors of the corporation shall be not less than one (1) and subject to increase or decrease in number by the Board of Directors from time to time.

PREPARED BY:
Steven M. Pena, Esquire
LAW OFFICES OF STEVEN M. PENA, P.A.
Suite 515/7700 N. Kendall Drive
Miami, Florida 33156
Florida Bar No: 739758
305-598-6666

ARTICLE V

The names and addresses of the members of the initial Board of Directors at this time are:

Anna Luisa Almonte, Pres./
Secretary/Director

Suite 10
9703 South Dixie Highway
Miami, Florida 33156

Fernando A. Chinchilla
Vice-Pres./Treasurer/
Director

Suite 10
9703 South Dixie Highway
Miami, Florida 33156

ARTICLE VI
PRINCIPAL OFFICE,
INITIAL REGISTERED AGENT
AND INITIAL REGISTERED OFFICE

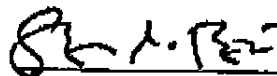
The corporation's initial Registered Agent, Principal Office Address and Registered Office in the State of Florida is:

Steven M. Pena, Esquire

7700 North Kendall Drive
Suite 515
Miami, FL 33156

ACKNOWLEDGMENT AND CONSENT
OF REGISTERED AGENT

Having been named initial Registered Agent to accept service of process on the corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.



Steven M. Pena

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII
INCORPORATION

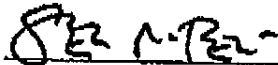
The name and address of the Incorporator executing these Articles of Incorporation is:

Steven M. Pena

7700 North Kendall Drive
Suite 515
Miami, Fl. 33156

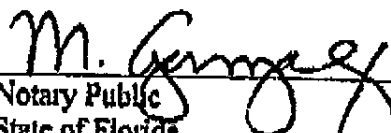
ARTICLE VIII

This corporation shall begin its existence as of the date of filing.


Steven M. Pena, Incorporator

STATE OF FLORIDA
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 24th day of November, 1998.


Notary Public
State of Florida

My commission expires:

