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RAYMOND RIPLEY, JR., ACCOUNTANTS, INC.

Post Office Box 807
Delray Beach, Florida 33447

Telephone (561) 272-7424 734-4454
Fax (561) 272-7455

Enrolled to Practice Before the
Internal Revenue Service

FEDEX # 5245111561

December 3, 1998

Florida Department of State
Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

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-12/04/98--01047--001
*****70.00 *****70.00

RE: Articles of Incorporation
PORTER HOMELOAN, INC.
PBR INVESTMENTS, INC.

Enclosed are two copies of the notarized Articles of Incorporation for **PORTER HOMELOAN, INC. AND PBR INVESTMENTS, INC.** and two checks for \$70.00 each to cover the cost of filing fees. Please accept these Articles of Incorporation for filing and assign the corporations a charter number.

Please return one copy of the Articles of Incorporation to:

Randall McKie
Raymond Ripley, Jr., Accountants, Inc.
P O Box 807
Delray Beach, FL 33447-0807

Thank you for your assistance.

Sincerely,

RAYMOND RIPLEY, JR., ACCOUNTANTS, INC.

Randall McKie
Randall McKie

FILED
98 DEC -4 PM 2:42
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
PORTER HOMELOAN, INC.

FILED
98 DEC -4 PM 2:42
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME OF CORPORATION

The name of this corporation shall be: **PORTER HOMELOAN, INC.**

ARTICLE II. NATURE OF BUSINESS

The general nature of the business to be conducted by this corporation is to engage in any activities or business permitted under the laws of the United States and Florida; in the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is ONE THOUSAND (1000) shares of common stock at a par value of ONE DOLLAR (\$1.00) per share.

ARTICLE IV. ADDRESS

The street address of the principal office of the corporation shall be 1514 Crestwood Blvd., Lake Worth, Florida, 33460 and the name of the initial registered agent of the corporation shall be Deborah J. Porter.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

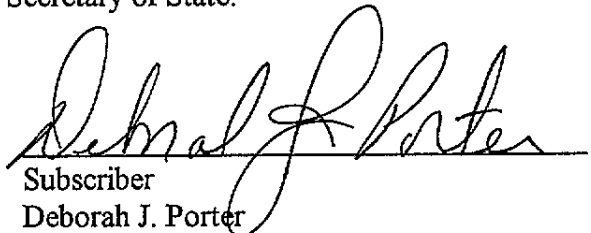
ARTICLE VI. DIRECTORS

This corporation shall have one director, initially. The number of directors may be either increased or decreased from time to time as provided in the by-laws of the corporation. The name and street address of the initial member of the Board of Directors is:

Name
Deborah J. Porter

Address
1514 Crestwood Blvd.
Lake Worth, Florida 33460

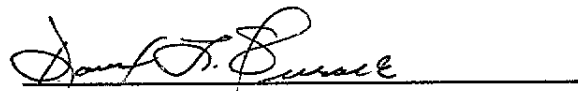
IN WITNESS WHEREOF, the undersigned has hereunto set her hand and seal on this 2 day of December, 1998. This corporation shall be effective on filing of these Articles of Incorporation with the Secretary of State.


Subscriber
Deborah J. Porter

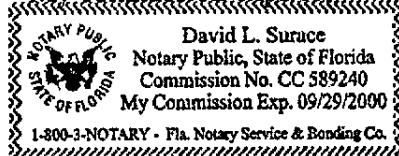
STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 2 day of December, 1998.


Notary Public

My commission expires:



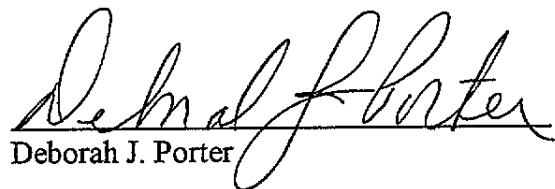
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

PORTER HOMELOAN, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, County of Palm Beach, State of Florida, has named Deborah J. Porter located at 1514 Crestwood Blvd., Lake Worth, Florida, 33460 as its 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 the Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.


Deborah J. Porter

FILED
98 DEC -4 PM 2:42
SECRETARY OF STATE
TALLAHASSEE FLORIDA