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ROVINGER & KRAKOWER, P.A.

SUNRISE (954) 748-4606
FAX: (954) 748-4913
MIAMI (305) 944-2367

EVAN R. KRAKOWER
SCOTT E. ROVINGER

FILED
99 MAR 15 AM 9:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10001 WEST OAKLAND PARK BOULEVARD
SUITE 202
SUNRISE, FLORIDA 33351

March 9, 1999

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122.50 **78.75

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

RE: Diplomat Mortgage Group, Inc.

Dear Sir/Madam:

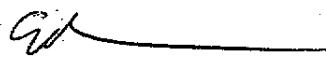
Enclosed please find the following:

1. Articles of Incorporation to be filed for Diplomat Mortgage Group, Inc.
2. Check in the amount of \$122.50 for filing fee

We have also enclosed a copy of the Articles to be stamped and returned to our office.

Thank you for your anticipated cooperation.

Sincerely,


EVAN R. KRAKOWER
ERK/ml

enclosures

PH
3/19/99

ARTICLES OF INCORPORATION
OF
DIPLOMAT MORTGAGE GROUP, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Corporation,
a natural person competent to contract does form a corporation
under the laws of the State of Florida.

ARTICLE I NAME:

The name of the corporation is DIPLOMAT MORTGAGE GROUP, INC.

ARTICLE II NATURE OF BUSINESS:

The nature of the business to be transacted by this
corporation is obtaining mortgages and all things in connection
therewith that are customarily done under the laws of the State of
Florida and, in accordance with the "Corporation Act" of Florida,
to invest its funds in real estate mortgages, stocks, bonds or
other types of investment, and may own real or personal property,
or to do and transact any and all business as permitted under the
laws of the State of Florida. The business of the corporation and
the United States of America shall not be limited to the foregoing
activities.

ARTICLE III CAPITAL STOCK:

The capital stock of this corporation shall be 1000 shares of
\$1.00 par value common stock.

All of said stock shall be payable in cash, or property other
than stock or securities, in lieu of cash, at a just valuation to
be determined by the Board of Directors of this corporation.

ARTICLE IV TERM OF EXISTENCE:

This corporation will exist perpetually.

ARTICLE V ADDRESS:

The initial post office address of the principal and registered office of this corporation in the State of Florida is 616 C Atlantic Shores Blvd., Hallandale, FL 33009. PAMELA COHEN shall be the initial registered agent at such address. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VI DIRECTORS:

The corporation shall have two directors initially.

ARTICLE VII INITIAL DIRECTORS:

The names and addresses of the first Board of Directors who shall hold office until their successors are elected and have qualified are as follows:

Pamela Cohen	616 C Atlantic Shores Blvd. Hallandale, FL 33009
Donna Deitch	418 Alamanda Drive Hallandale, FL 33009

ARTICLE VIII SUBSCRIBER:

The name and post office address of the subscriber to these Articles of Incorporation is:

Pamela Cohen	616 C Atlantic Shores Blvd. Hallandale, FL 33009
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ARTICLE IX OFFICERS:

A. The officers of the corporation shall be President-Treasurer and Vice-President-Secretary and such other officers as may be provided by the By-Laws.

B. The names of the persons who are to serve as officers of the corporation until the first meeting of the Board of Directors are:

President/Treasurer: Pamela Cohen

Vice-President/Secretary: Donna Deitch

C. The officers shall be elected at the annual meeting of the Board of Directors or as provided in the By-Laws.

ARTICLE X AGREEMENT:

These Articles of Incorporation may be amended in the manner approved by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

1. No shareholder of the corporation may sell or transfer his stock in this corporation until the same shall have been approved, at a stockholders' meeting, exclusive of the stock proposed to be sold. The shares of stock proposed to sell or transfer his shares may not be voted or counted for any purpose at said meeting.

ARTICLE XI

1. The name of the initial registered agent at the above address of the corporation is Pamela Cohen.

IN WITNESS WHEREOF, I, the undersigned, being the original subscriber to the capital stock hereinabove named, for the purpose of forming a professional sales corporation to do business in the State of Florida, under the laws of Florida, do hereby make and file these Articles of Incorporation and I do hereby declare and certify that the facts herein are true and do agree to take the number of shares set forth and I hereunto set my hand and seal this 12 day of March, 1999.

Pamela Cohen
PAMELA COHEN

Donna Deitch
DONNA DEITCH

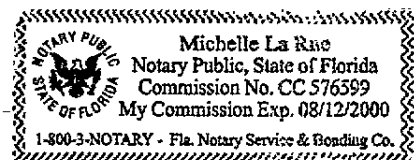
STATE OF FLORIDA)
) SS
COUNTY OF BROWARD)

BEFORE ME personally appeared Pamela Cohen and Donna Deitch to me well known and to me to be the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the County and State named above this 12 day of March, 1999.

Michelle LaRue
NOTARY PUBLIC, State of Florida at Large

My commission Expires:



ACCEPTANCE BY REGISTERED AGENT


The undersigned hereby accepts the appointment as registered agent
of DIPLOMAT MORTGAGE GROUP, INC.


PAMELA COHEN

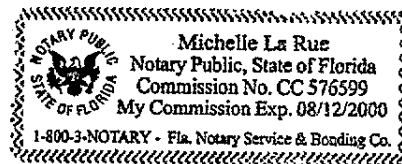
STATE OF FLORIDA)
) SS
COUNTY OF BROWARD)

BEFORE ME personally appeared PAMELA COHEN to me well known
and to me to be the individual described in and who executed the
foregoing Articles of Incorporation, and acknowledged before me
that he executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the County and State
named above this 12 day of March,
1999.


NOTARY PUBLIC, State of Florida at Large.

My commission Expires:



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