

P99000036891

RAINBOW INTERNATIONAL MORTGAGE CORP.
1040 Northeast 105 Street
Miami Shores, FL 33138

April 19, 1999

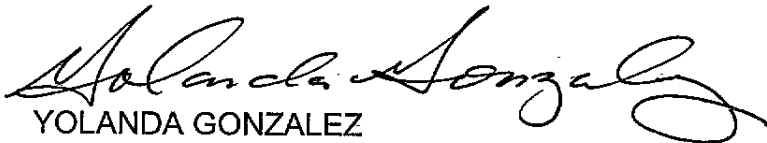
State of Florida
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED
99 APR 20 PM 4:11
TALLAHASSEE, FLORIDA
DEPT. OF STATE

Gentlemen:

Enclosed please find the Articles of Incorporation for RAINBOW INTERNATIONAL MORTGAGE CORP. and a check in the amount of \$122.50 to cover the filing of these articles.

Very truly yours,


YOLANDA GONZALEZ

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*****122.50 *****78.75

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APR 23 1999

**ARTICLES OF INCORPORATION
OF
RAINBOW INTERNATIONAL MORTGAGE CORP.**

The undersigned, acting as incorporator of **RAINBOW INTERNATIONAL MORTGAGE CORP.** under the Florida Business Corporation Act, adopts the following articles of incorporation.

ARTICLE I - NAME

The name of the corporation is:

RAINBOW INTERNATIONAL MORTGAGE CORP.

ARTICLE II - ADDRESS

The mailing address of the corporation is:

1040 Northeast 105 Street
Miami Shores, FL 33138

ARTICLE III - COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of filing these articles of incorporation.

ARTICLE IV - PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the United States and the State of Florida.

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CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V - AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 1000 shares of common stock having a par value of \$1 per share.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 1040 Northeast 105 Street, Miami Shores, FL 33138 and the name of the corporation's initial registered agent at that address is YOLANDA GONZALEZ.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may either be increased or diminished from time to time as provided in the bylaws, but never be less than one. The name and address of the initial director are:

NAME

YOLANDA GONZALEZ

ADDRESS

1040 Northeast 105 Street
Miami Shores, FL 33138

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator are:

NAME

YOLANDA GONZALEZ

ADDRESS

1040 Northeast 105 Street
Miami Shores, FL 33138

ARTICLE IX - BYLAWS

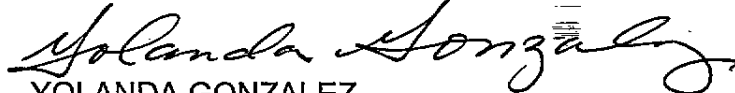
The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders which specifically provides that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE X - AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these articles of incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these articles of incorporation this 19 day of April, 1999

RAINBOW INTERNATIONAL MORTGAGE CORP.

A handwritten signature in cursive script, reading "Yolanda Gonzalez", written in dark ink.

YOLANDA GONZALEZ
Incorporator

STATE OF FLORIDA)
)
COUNTY OF DADE)

ss:

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TALLAHASSEE, FLORIDA
CLERK OF STATE

Before me, a notary public authorized to take acknowledgment in the state and county set forth above, personally appeared YOLANDA GONZALEZ known to me and known by me to be the person who executed the foregoing articles of incorporation, and he/she acknowledged before me that he/she executed the articles of incorporation.

In witness whereof, I have hereto set my hand and seal in the state and county aforesaid this 19th day of April, 1999.



LETTY LONG
Notary Public, State of Florida
My Comm. Exp. August 5, 2000
Commission # CC 574597

Notary Public

Letty Long

ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and am familiar with and accept the obligations of the position.

Yolanda Gonzalez
YOLANDA GONZALEZ