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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUN -4 AM 8:08

June 3, 1999

Division of Corporations
409 E. Gaines Street
Tallahassee, Fl. 32399

Via: Federal Express

EFFECTIVE DATE
6-3-99

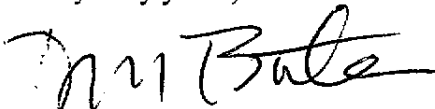
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****122.50 *****78.75

Re: Brewer & Company Mortgage Associates, Inc.

Gentlemen:

Enclosed you will find the articles of incorporation of the above-referenced new Florida corporation together with a trust account check for the filing fees.

Very truly yours,



Douglas M. Bates, Esq.

DMB:db
Enclosure

cc: Mr. Mark Lamons

D. BROWN JUN - 9 1999

EFFECTIVE DATE
6-3-99

ARTICLES OF INCORPORATION

OF

BREWER & COMPANY MORTGAGE ASSOCIATES, INC.

SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLE I

CORPORATE NAME

The name of this corporation is: Brewer & Company Mortgage Associates, Inc.

ARTICLE II

NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is a mortgage brokerage. The corporation shall have all powers afforded by the State of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV

TERM OF EXISTENCE

This corporation shall have perpetual existence commencing on the date of subscription and acknowledgment of the articles of incorporation provided the articles are filed by the Department of State within five (5) days thereof.

ARTICLE V

REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The registered agent and the street address of the initial registered office of this corporation in the State of Florida shall be:

Mark Lamons
2740 E. Oakland Park Blvd.
Suite 202-C
Ft. Lauderdale, FL. 33306

The board of directors from time to time may move the registered office to any other address in the State of Florida.

ARTICLE VI

BOARD OF DIRECTORS

The corporation shall have not less than one director initially. The number of directors may be increased or diminished from time to time by bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VII

INITIAL DIRECTOR

The name of the initial director of this corporation and his street address is:

Mark Lamons
2740 E. Oakland Park Blvd.
Suite 202-C
Ft. Lauderdale, FL. 33306

The person named as the initial director shall hold office for the first year of existence of this corporation or until his successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE VIII

INCORPORATOR

The name and street address of the person signing these articles of incorporation as the incorporator is:

Mark Lamons
2740 E. Oakland Park Blvd.
Suite 202-C
Ft. Lauderdale, FL. 33306


ARTICLE IX

AMENDMENT

These articles of incorporation may be amended in the manner provided 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 at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written

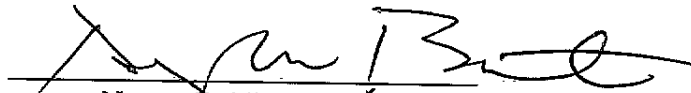
statement manifesting their intention that a certain amendment of these articles of incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing articles of incorporation on the 3 day of June, 1999.

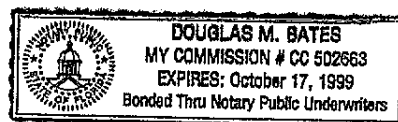

Incorporator

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, a Notary Public, personally appeared, Mark Lamons, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledge before me that he subscribed to these Articles of Incorporation on the 3 day of June, 1999.


Notary Public


My commission expires:



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

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That Brewer & Company Mortgage Associates, Inc., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at 2740 E. Oakland Park Blvd., Suite 202-C, Ft. Lauderdale, Florida 33306, has named Mark Lamons, Broward County, State of Florida, as its agent to accept service of process within this state.


by: Mark Lamons

Dated: June 3, 1999

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ACKNOWLEDGMENT:

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with provisions of Florida law relative to keeping the designated office open.


Registered Agent

By: