

PO1000117508

Requester's Name

Address

FROM: (PLEASE PRINT)

PHONE

ACT  
7777 STYLES BLVD.  
KISSIMMEE FL 34747

Office Use Only

MEMBER(S), (if known):

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-12/11/01--01091--004  
\*\*\*\*78.75 \*\*\*\*78.75

1. \_\_\_\_\_  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- Walk in     Pick up time \_\_\_\_\_     Certified Copy  
 Mail out     Will wait     Photocopy     Certificate of Status

**NEW FILINGS**

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

**AMENDMENTS**

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

**OTHER FILINGS**

- Annual Report
- Fictitious Name

**REGISTRATION/QUALIFICATION**

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

D. WHITE Initials  
Examiner DEC 12 2001

**ARTICLES OF INCORPORATION**

**OF**

**ACM FINANCIAL SERVICES, INC.**

I, the undersigned incorporator, hereby make, subscribe, acknowledge and file  
With the Secretary of State of Florida these Articles of Incorporation for the purposes of  
Forming a corporation for profit in accordance with the laws of the State of Florida.

**ARTICLE I**

Name

The name of this corporation shall be: **ACM FINANCIAL SERVICES, INC.**

**ARTICLE II**

Duration and Existence

The existence of this corporation shall be perpetual.

**ARTICLE III**

Capital Stock

The total number of shares of capital stock authorized to be issued by the  
Corporation shall be 500 Shares having a par value of \$1.00 per share. Each of the  
Said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of  
The stockholders. All or any part of said capital stock may be paid for in cash, in  
Property or in labor or services at a fair valuation to be fixed by the Board of Directors

At a meeting for such purposes. All stock, when issued, shall be paid for and shall be no assessable.

#### **ARTICLE IV**

##### Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 7799 Styles Boulevard, Kissimmee, Florida 34747 and the name of the initial registered agent of this Corporation at that address is Raja Assal.

#### **ARTICLE V**

##### Purposed, Business or Objects

The general nature of business to be transacted by this corporation, or the objects or purposes of the corporation, shall be as follows:

- (a) Assisting in originating loans as a mortgage brokerage.
- (b) To sue and be sued, complain, and defend in its corporate name in all actions or proceedings.
- (c) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.
- (d) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, Use and otherwise deal in and with real or personal property or any interest Therein, wherever situated.
- (e) To sell, convey, mortgage, pledge, create a security interest in, lease, Exchange, transfer and otherwise dispose of all or any part its property and assets.
- (f) To lend money to, and use its credit to assist its officers and employees in

accordance with Section 607.141 of the Florida Statutes.

- (g) To purchase, take, receive, subscribe for, or otherwise acquire, mortgage, lend, pledge, or otherwise use and deal in and with, shares of other interests in, or obligations or corporations, associations, partnerships, or individuals, or direct or indirect obligations or the United states or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.
- (h) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchise and income.
- (i) To lend money for its corporate purposes, invest and reinvest its funds and take and hold real and personal property as security for the payment of funds so loaned or invested.
- (j) To conduct its business, carry on its operations and have offices and exercise the powers conferred by the laws of the State of Florida within or without the State of Florida.
- (k) To elect or appoint officers and agents for the corporation and define their duties and fix their compensation.
- (l) To make and alter Bylaws, not inconsistent with its Articles of Incorporation or with the laws of this state, for the administration and regulation of the affairs of the corporation.
- (m) To make donations for the public welfare or for charitable, scientific or educational purposes.
- (n) To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy.
- (o) To pay pensions and establish Pension Plans, Profit Sharing Plans, Stock Bonus Plans, Stock Option Plans and other incentive plans for any or all of its Directors, Officers and Employees or its subsidiaries.
- (p) To be a promoter, incorporator, partner, member, associate or manager of any corporation, partnership, joint venture, trust or other enterprise.

(q) To have and exercise all powers necessary or convenient to effect its purposes.

® In general, to carry on any other business in connection with the foregoing and to have exercise all power conferred by the laws of the state of Florida, and any amendments thereto and to do any and all things herein above set forth to the same extent as a natural person might or could do.

The foregoing clauses shall be construed both as objects and powers; and it is Hereby expressly provided that the foregoing enumeration of special powers shall not be Held to limit or restrict in any manner the powers of this corporation.

## ARTICLE VI

### Principle Office

The principal office of this corporation shall be located at 7799 Styles Boulevard, Kissimmee, Florida 34747, but the corporation shall have the power to relocate its Principal office and to establish branch offices at other places within or without the State of Florida as may be determined and deemed expedient.

## ARTICLE VII

### Board of Directors

There shall be a Board of Directors for this corporation, which shall consist of not less than one (1) and not more than fifteen (15) members, the number of the same to be fixed by the Stockholders or by the Corporate Bylaws. Each of said Directors shall be of full age. A quorum for the transaction of business shall be as determined by the Directors from time to time and as provided for the Bylaws of this Corporation. Subject to the Bylaws of this Corporation, meetings of the Directors may be held within Or without the State of Florida. Directors need not be Stockholders. The Stockholders

of this Corporation may remove any Director from office at any time with or without cause.

### ARTICLE VIII

#### First Board of Directors

The name and street address of the members of the first Board of Directors of This Corporation, who, subject to these Articles of Incorporation, the Bylaws of this Corporation and the laws of the State of Florida, shall hold office, for the first year of The existence of this Corporation, or until an election is held by the Stockholders for the election of permanent Directors, or until their successors have been duly elected and qualified, are:

<u>Name</u>	<u>Address</u>
Raja Assal	7799 Styles Boulevard Kissimmee, FL 34747
Justine Assal	7799 Styles Boulevard Kissimmee, FL 34747
Jean E. Styles	7799 Styles Boulevard Kissimmee, FL 34747
Denise I. Assersohn	7799 Styles Boulevard Kissimmee, FL 34747

### ARTICLE IX

#### Subscriber

The name and address of the subscriber to these Articles of Incorporation is:  
Raja Assal, 7799 Styles Boulevard, Kissimmee, FL 34747.

## ARTICLE X

### Transactions with Corporations

No contract or other transaction between this corporation and any other corporation, and no other contract or transaction of this corporation shall in any way be affected or invalidated by the fact that any of the Directors of this Corporation are pecuniarily or otherwise interested in any other Corporation, or are Directors of Officers of any other corporations. Any Director individually, or any firm of which any Director may be a member, may be a party to, or may be pecuniarily or otherwise interested in any contract or transaction of this corporation, provided that the fact he/she or such firm is so interested shall be disclosed or shall have been known to the Board of Directors. Any Director of this Corporation who is also a Director or Officer of such other corporation or member of such firm, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of this Corporation which shall authorize any such contract or transaction, with like force and effect as if he/she were not such Officer or Director of such other corporation or member of such firm, or not so interested.

## ARTICLE XI

### Bylaws

- (a) The power to adopt the bylaws of this Corporation, to alter, amend or repeal the bylaws, or to adopt new bylaws, shall be vested in the Board of Directors of this Corporation; provided, however, that any bylaws or amendment thereto as adopted by the Board of Directors may be altered, amended or repealed by vote of the Stockholders entitled to vote thereon, or a new bylaw in lieu thereof may be adopted by a vote of the Stockholders. No bylaw which has been altered, amended or adopted by such vote of the Stockholders may be altered, amended or repealed by vote of the Directors until (2) years

shall have expired since such action by vote of such Stockholders.

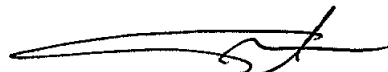
- (b) The bylaws of this Corporation shall be for the government of the corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of the corporation, provided the same are not inconsistent with the provisions of these Articles of Incorporation or contrary to the laws of this State or of the United States.

## ARTICLE XII

### Amendment of Articles of Incorporation

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute and all rights conferred upon the Stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, I, the undersigned, have executed these Articles for the uses and purposed therein stated.



RAJA S. ASSAL

DATE: 12/10/2001

STATE OF FLORIDA  
COUNTY OF OSCEOLA

BEFORE ME, THE undersigned authority, on this 10<sup>th</sup> day of DECEMBER, 2001, personally appeared RAJA ASSAL well known to be the person described in and who assigned the foregoing Articles of Incorporation and acknowledged to me that he executed the same freely and voluntarily for the uses and



purposed therein contained.

WITNESS my hand and official seal the date aforesaid.

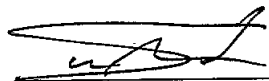
  
Notary Public  
*PAMELA CHAPMAN*  
My Commission Expires:



**ACCEPTANCE OF APPOINTMENT AS  
RESIDENT AGENT AND REGISTERED AGENT**

I, Raja S. Assal, hereby accept appointment as resident agent and as registered Agent of ACM FINANCIAL SERVICES, INC. and agree to accept service of Process on said company at 7799 Styles Boulevard, Kissimmee, Florida 34747.

12/10/2001  
Date

  
Raja S. Assal