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DIVISION OF CORPORATIONS :01

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: ALL AMERICAN MORTGAGE BANK, INC.

AUDIT NUMBER...... H97000003982 DOC TYPE..... FLORIDA PROFIT CORPORATION OR P.A.

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# OFFICE OF COMPTROLLER DEPARTMENT OF BANKING AND FINANCE STATE OF FLORIDA TALLAHASSEE 32399-0350

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March 3, 1997

Joseph R. Colletti Attorney at Law 3550 Biscyane Boulevard Suite 610 Miami, FL 33137

Dear Mr. Colletti:

Re: "All American Mortgage Bank, Inc."

On January 28, 1997, the Division of Banking received your request for clearance to use the above-mentioned corporate name. This request was noticed in the Florida Administrative Weekly beginning February 7, 1997, for 21 days until February 28, 1997 for public comment.

Section 655.922(2)(a), Florida Statutes, states in pertinent part as follows:

- (2)(a) No person other than a financial institution shall, in this state:
- (a) Transact business under any name or title that contains the words "bank," "banker," "banking," "trust company," "savings and loan association," "savings bank," or "credit union," or words of similar import, in any context or in any manner,
- (b) Use any name, word, sign, symbol, or device in any context or in any manner; or
- (c) Circulate or use any letterhead, bilihead, circular paper, or writing of any kind or otherwise advertise or represent in any manner, which indicates or reasonably implies that the business being conducted or advertised is the kind or character of business transacted or conducted by a financial institution or which is likely to lead any person to believe that such business is that of a financial institution; however, the words "bank," "banker," "banking," "trust company," "savings and loan association," "savings bank," or "credit union," or the plural of any thereof, may be

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used by, and in the corporate or other name or title of, any company which is or becomes a financial institution holding company pursuant to federal law; any subsidiary of any such financial institution holding company which includes as a part of its name or title all or any part, or abbreviations, of the name or title of the financial institution holding company of which it is a subsidiary; any trade organization or association, whether or not incorporated, functioning for the purpse of promoting the interests of financial institutions or financial institution holding companies, the active members of which are financial institutions or financial institution holding companies; and any international development bank chartered pursuant to part il of chapter 663.

It is the opinion of this Department that your corporate name is definitive enough to differentiate the business being conducted from that of a financial institution, trust company or holding company. Therefore, the Department is able to grant your request for approval of the corporate name "All American Mortgage Bank, Inc.".

Sincerely.

Wm. Douglas Johnson Assistant Director Division of Banking 101 East Gaines Street The Fletcher Bldg. - 6th Floor Tallahassee, FL 32399-0350 (904) 488-1111

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cc: Ms. Karon Beyer, Chief
Bureau of Corporate Records
Division of Corporations
Secretary of State's Office

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# ARTICLES OF INCORPORATION

OF

# ALL AMERICAN MORTGAGE BANK, INC.

The undersigned subscriber, for the purposes of forming a corporation under the laws of the State of Florida, adopt the following Articles of Incorporation:

# ARTICLE I

# NAME

The name of this corporation is: ALL AMERICAN MORTGAGE BANK, INC.

# ARTICLE II

# CAPITAL STOCK

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

# ARTICLE III

# INITIAL CAPITAL

The amount of capital with which this corporation will begin business is not less than FIVE HUNDRED (\$500.00) DOLLARS.

# ARTICLE IV

# TERM OF EXISTENCE

This corporation is to exist perpetually.

Prepared By:

JOSEPH R. COLLETTI, ESQUIRE 3550 Biscayne Boulevard, Suite 610 Miami, Florida 33137 (305) 576-2600 FLORIDA BAR NO: 216194

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# ARTICLE V

# INITIAL REGISTERED AGENT & OFFICE

The Registered Agent of this corporation is JOSEPH R. COLLETTI and the initial registered office, which is the same office as that of the Registered Agent, is 3550 Biscayne Boulevard, Suite 610, Miami, Florida 33137. The management may from time to time move the registered office to any other address in Florida.

# ARTICLE VI

# INITIAL PRINCIPAL OFFICE MAILING ADDRESS

The initial principal office mailing address of this corporation is 1705 S.W. 11th Street, Ft. Lauderdale, Florida 33312. The management may from time to time move the principal office and/or mailing address to any other address in Florida.

# ARTICLE VII

# BOARD OF DIRECTORS

This corporation shall have a minimum of one director and a maximum of three directors, and the names and addresses of the initial Board of Directors, consisting of two members are:

TARIQ HUSSAIN

1705 S.W. 11th Street Ft. Lauderdale, Florida 33312

MOHAMMAD IRFAN HASSAN

4322 S.W. 52nd Street Ft. Lauderdale, Florida 33314

# ARTICLE VIII

# **OFFICERS**

The names and post office addresses of the officers of this corporation are:

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EMPIRE CORPORATE KIT

TARIQ HUSSAIN, President, Secretary Treasurer

1705 S.W. 11th Street Ft. Lauderdale, Florida 33312

### ARTICLE IX

### INCORPORATOR

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

> JOSEPH R. COLLETTI 3550 Biscayne Boulevard, Suite 610 Miami, Florida 33137

# ARTICLE X

# RIECTION BY A SHALL BUSINESS CORPORATION

This corporation reserves the right to elect to qualify as a "small business corporation" under Subchapter S of the Internal Revenue Code for income tax purposes.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 14th day of January, 1997.

> SEPH R. COLLETTI Incorporator

STATE OF FLORIDA ) 55.

COUNTY OF DADE

I HEREBY CERTIFY that on this 14th day of January, 1997, before me, a Notary Public, authorized in the State and County named above to take acknowledgments, personally appeared JOSEPH R. COLLETTI to me well known to be the person described as Incorporator, in and who executed the foregoing Articles of Incorporation, acknowledged before me that he subscribed to these Articles of Incorporation, and the facts therein are truly set forth.

WITNESS my hand and official seal at Miami, Dade County, Florida, the year and day aforesaid

My commission expires: 2

CG439511 MY COMMISSION ENG.

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JOSEPH R. COLLETTI

PUBLIZ,

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

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

FIRST: That ALL AMERICAN MORTGAGE BANK, INC. desiring to organize or qualify under the laws of the State of Florida with its principal place of business being 1705 S.W. 11th Street, Ft. Lauderdale, Florida 33312, has named JOSEPH R. COLLETTI, of 3550 Biscayne Boulevard, Suite 610, Miami, Florida 33137, as its agent to accept service of process within Florida

JOSHPH & COLLETTI, Incorporator

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Registered Agent

DATED: January 14, 1997

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