

P97000082465

TRANSMITTAL LETTER

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

700002299327--6
-09/22/97--01071--011
****131.25 ****131.25

SUBJECT: SELECT MORTGAGE, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: MICHEL SCHIESS
Name (Printed or typed)

129, NW 13th Street, D-17
Address

BOCA RATON, FL 33432
City, State & Zip

561-347-7642
Daytime Telephone number

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 22 AM 8:26

NOTE: Please provide the original and one copy of the articles.

KP
9-24-97

97 SEP 22 AM 8:26

**Articles of Incorporation
of
SELECT MORTGAGE, INC.**

ARTICLE I - Name of corporation:

The name of this corporation is :

SELECT MORTGAGE, INC.

ARTICLE II - Duration :

This corporation shall have perpetual existence commencing on the date of this filing of those Articles with the Department of State,

ARTICLE III - Purpose :

This corporation is organized for the purpose of transacting of mortgage brokerage, for which corporations may be incorporated under Chapter 607, Florida Statutes and 621.03 F.S. as same as now exists or may hereafter be amended.

ARTICLE IV - Capital Stock :

This corporation is authorized to issue 100 shares of One Dollar (\$ 1.00) par value common stock which shall be designated as " Common Shares"

ARTICLE V - Pre-Emptive Rights:

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - Initial Registered Office and Agent :

The street address of the initial registered office of this corporation is **129 NW 13th STREET, D-17, BOCA RATON, FLORIDA 33432**, and the name of the initial registered agent and broker of this corporation upon whom service of process may be had is **MICHEL E. SCHIESS**.

ARTICLE VII - Initial Board of Directors :

This corporation shall have One Director constituting the initial Board of Director. The number of directors may be either increased or decreased from time to time by bylaw; however, there shall never be less than one Director nor more than Five. All Directors must be active or inactive real estate brokers. The name and address of the initial Board of Directors of the Corporation is :

**MICHEL E. SCHIESS
129 NW 13th STREET, D-17
BOCA RATON, FLORIDA 33432**

ARTICLE VIII - Incorporators :

The name and address of the Incorporator signing these articles is :
**MICHEL E. SCHIESS , 129 NW, 13th STREET, D-17
BOCA RATON, FLORIDA 33432**

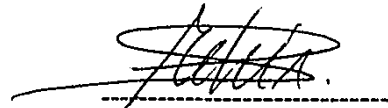
ARTICLE IX - Indemnification :

The corporation shall indemnify any Officer or Director or any former Officer or Director, to the full extent permitted by law.

ARTICLE X - Amendment :

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and right conferred upon the shareholders is subject to this reservation.

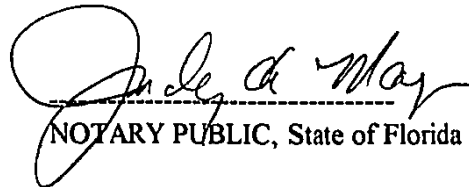
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 19th day of September, 1997.



MICHEL E. SCHIESS

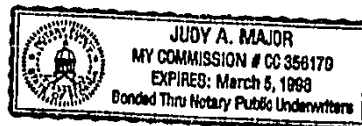
STATE OF FLORIDA]
] ss :
COUNTY OF PALM BEACH]

BEFORE ME, an officer duly authorized to administer oaths and take acknowledgments, personally appeared **MICHEL E. SCHIESS** who is personally known to me, and known to be and known by me to be the person who executed the foregoing Articles of incorporation, and he acknowledged before me that he executed those Articles of Incorporation. *Who Produced Fl Id as Identification.*
IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 19th day of September, 1997.



NOTARY PUBLIC, State of Florida

My Commission Expires :



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

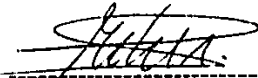
97 SEP 22 AM 8:27

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

In compliance with Section 48.091 and 607.034, Florida Statutes, the following is submitted :


FIRST that SELECT MORTGAGE, INC., desiring to organize or qualify under the law of State of Florida, with its principal place of business at 129 NW 13th Street, D-17, BOCA RATON, FLORIDA 33432, as its agent to accept service of process within Florida.

Date: September 19, 1997.



MICHEL E. SCHIESS

Having been named to accept service of process for the above named 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 performance of my duties.



MICHEL E. SCHIESS Registered Agent