

P98000084055

LAW OFFICES OF  
GALE M. BOBENHAUSEN, P.A.

P.O. Box 666  
Safety Harbor, Florida 34695  
Telephone (813) 797-6693  
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April 23, 1998

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

700002501317-1  
-04/27/98--01076--017  
\*\*\*\*131.25 \*\*\*\*131.25

Re: ~~The First Capital~~ <sup>one</sup> AMERICAN MORTGAGE ~~COMPANY~~, INC.

Dear Sir or Ms.:

Enclosed please find an original and one copy of the Articles of Incorporation for the above referenced entity, together with my check in the amount of \$131.25. Please file the Articles, and return a certified copy and Certificate of Status to my office at your earliest convenience.

Thank you in advance for your time and attention to this matter.

Very truly yours,



GALE M. BOBENHAUSEN  
GMB/et  
Encls.  
36/c/state.let

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 SEP 29 AM 7:59

R. Purinton SEP 29 1998



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

June 17, 1998

GALE M. BOBENHAUSEN, P.A.  
P.O. BOX 666  
SAFETY HARBOR, FL 34695

SUBJECT: PRIMA PASTA, INC.  
Ref. Number: W98000009550

We have received your document for PRIMA PASTA, INC. and your check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6929.

Randall Purintun  
Document Specialist

Letter Number: 798A00023199

**ARTICLES OF INCORPORATION**  
**FOR PROFIT CORPORATION**

The undersigned natural person, acting hereby as incorporator for the purpose of forming a corporation for profit under the provisions of Section 607, Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation:

**ARTICLE I**  
**NAME OF CORPORATION, PRINCIPAL OFFICE AND MAILING ADDRESS**

The name of this corporation shall be:

AMERICA ONE MORTGAGE, INC.

The principal office shall be:

unknown at this time

The mailing address shall be:

P. O. Box 3082  
Spring Hill, FL 34611-3082

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**ARTICLE II**  
**PURPOSES**

The general nature and purpose of the business to be transacted, promoted and carried on by the corporation is mortgage lending, including everything necessary and proper in accomplishing the purposes herein set forth and anything incidental thereto which is not forbidden under the laws of the State of Florida.

**ARTICLE III**  
**CAPITAL STOCK**

(a) The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be 1,000,000 shares of common stock at \$1.00 per share par value.

(b) The consideration to be paid for each share shall be payable in lawful money or property, labor or services.

ARTICLE IV  
DURATION

The corporation shall have perpetual existence.

ARTICLE V  
REGISTERED AGENT

The address of this corporation's initial registered office is:

30 Bishop Creek Drive  
Safety Harbor, FL 34695

and the name of its initial registered agent at said address is:

Gale M. Bobenhausen, Esquire

ARTICLE VI  
INCORPORATOR

The name and address of the Incorporator is as follows:

Blaise Ingoglia  
P. O. Box 3082  
Spring Hill, FL 34611-3082

ARTICLE VII  
BOARD OF DIRECTORS

The corporation shall have an initial board of directors consisting of one person. The number of directors may be increased or decreased from time to time by a resolution of the majority of the stockholders but shall never be less than one. The name and address of the initial director of this corporation is:

Blaise Ingoglia  
P. O. Box 3082  
Spring Hill, FL 34611-3082

ARTICLE VIII  
INFORMAL SHAREHOLDER ACTION

Any action of the shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the shareholders entitled to vote upon such action at a meeting and filed with the secretary of the corporation as part of the corporate records.

ARTICLE IX  
INFORMAL DIRECTOR ACTION

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the board of directors.

ARTICLE X  
INDEMNIFICATION

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

ARTICLE XI  
BYLAW AMENDMENT

The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the board of directors and stockholders provided that such amendment be in compliance with the laws of Florida governing a for profit business corporation.

ARTICLE XII  
PREEMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof as nearly as may be done without issuance of fractional shares at the price at which it is offered to others.


ARTICLE XIII  
DEATH OF A SHAREHOLDER

Upon the death of a shareholder, the deceased shareholder stock shall be subject to purchase by the corporation or by the other shareholders at such price and upon such terms and conditions and in such manner as may be provided for by the bylaws of this corporation, or by written agreement between the corporation and its shareholders or by

written agreement among the shareholders, in a manner consistent with law and these articles.

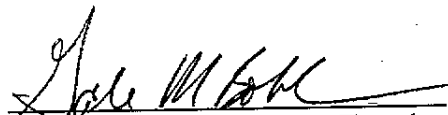
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation in the State of Florida, this 21 day of September, 1998.

INCORPORATOR

  
Blaise Ingoglia

Having been named as registered agent and to accept process for the above-stated corporation at the place designated above, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties and obligations of Section 607.0505, Florida Statutes (1994).

REGISTERED AGENT

  
Gale M. Bobenhausen, Esquire  
30 Bishop Creek Drive  
Safety Harbor, FL 34695  
(813) 797-6693

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