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Florida Department of State
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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

FLORIDA PROFIT CORPORATION OR P.A.

RP MORTGAGE, INC.

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION

OF

RP MORTGAGE, INC.

I, THE UNDERSIGNED subscriber of the Articles of Incorporation, being a natural person competent to contract, hereby associate ourselves together for the purpose of forming a corporation under the Laws of the State of Florida.

ARTICLE ONE

The name of this corporation shall be:

RP MORTGAGE, INC.

ARTICLE TWO

DURATION: The corporation shall commence corporate existence upon the filing of these Articles of Incorporation with the Secretary of the State of Florida, and continue in perpetual existence unless sooner dissolved as provided by law.

ARTICLE THREE

The purpose of the corporation shall be to such extent as a corporation organized under the Florida corporate law of this state may now or hereafter lawfully do, to do, either as principal or agent and either alone or in connection with other corporations, firms, or individuals, all and everything necessary, suitable, convenient, or proper for, or in connection with, or incident to, the accomplishment of any of the purposes or the attainment of any one or more of the objects herein numerated, or designed directly or indirectly to promote the interests of this Corporation or to enhance the value of its properties; and in general to do any and all things and exercise any and all powers, rights, and privileges

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which a corporation may now or hereafter be organized to do or to exercise under the laws governing corporation of this state or under any act amendatory thereof, supplemental thereto, or substituted therefore, or to otherwise engage in any lawful activity either within or without the state of Florida. The corporation may buy, sell, lease, rent, encumber, deal in or otherwise dispose of real or personal property including retail or wholesale sales, manufacturing, assembling, act as commission merchant, broker, jobber dealer, import, export, or any other lawful business activity without limitation. To do any and all other acts and things as are necessary or convenient to the attainment of the purposes of this Corporation and any of them, to the same extent as natural persons lawfully might or could do in any part of the world, insofar as such acts are permitted to be done by a corporation organized under the Corporation Law of this state.

ARTICLE FOUR

CAPITAL STOCK: The authorized Capital Stock of this company shall be 500 shares of Common Stock, each having a par value of \$1.00 and full voting rights. Consideration for each share shall be \$1.00 in money, property, or other consideration.

ARTICLE FIVE

The initial street address of the corporation's office and the name and address of the initial Registered Agent is as follows:

CORPORATION ADDRESS:
1681 W. 37th ST.
Suite 13
Hialeah, FL 33012

REGISTERED AGENT AND ADDRESS:
Caridad Amores, Esq.
294 Westward Dr.
Miami Springs, FL 33166

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The principal place of business is: 1681 W. 37th St., Suite 13
Hialeah, FL 33012

ARTICLE SIX

DIRECTOR: There shall be one director constituting the initial Board of Directors as follows:

Ramon Perez
1681 W. 37th St.
Suite 13
Hialeah, FL 33012

The number of Directors may be increased or decreased by the by-laws, but shall not be less than one.

ARTICLE SEVEN

SUBSCRIBER: Name and Post Office address of the Subscribers to this Articles of Incorporation and the number of shares of stock they agree to take and the value of the consideration thereof is:

NAME AND ADDRESS:
Ramon Perez
1681 W. 37th St.
Suite 13
Hialeah, FL 33012

SHARES OF COMMON STOCK/CONSIDERATION:
500/\$500.00

ARTICLE EIGHT

It is indicated that the stock of this corporation be issued to take advantage of Section 1244 of the Internal Revenue Code of 1959, and be in accordance with the provisions therein.

ARTICLE NINE

The By-laws of the corporation may be made by the Directors.

IN WITNESS WHEREOF, I have set our hands and seals in Miami-Dade County, Florida, this 9th day of June, 2000.


Subscriber Ramon Perez


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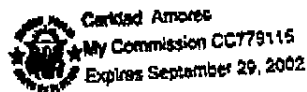
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STATE OF FLORIDA)
) SS.
COUNTY OF MIAMI-DADE)

ON THIS DAY PERSONALLY appeared before me, a Notary Public,
Ramon Perez of RP Mortgage, Inc., to me known to be the person
described in and who signed the foregoing Articles of
Incorporation, and he acknowledged to me that he signed the same
freely and voluntarily.

WITNESS my hand and seal in Miami-Dade County, Florida this
9th day of June, 2000.


NOTARY PUBLIC, STATE OF FLORIDA



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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First-That: RP Mortgage, Inc. desiring to organize under the Laws of the State of Florida with its principal offices, as indicated in the Articles of Incorporation, Miami-Dade County, State of Florida, has named Caridad Amores, Esq., 294 Westward Dr., Miami Springs, FL 33166 as its Agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process of and for the stated Corporation, at place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

By: 

RESIDENT AGENT AND REGISTERED AGENT

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