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KENNETH L. HENDERSON  
1507 Argyle Drive, #207  
Ft. Lauderdale, Florida 33312  
(954) 523-0552

July 21, 2000

Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

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-07/24/00--01086-011  
\*\*\*\*122.50 \*\*\*\*78.75

RE: SUMMIT MORTGAGE BANK CORPORATION OF FLORIDA

Gentlemen:

Enclosed please find proposed Articles of Incorporation for ONE (1) new Florida Corporation, SUMMIT MORTGAGE BANK CORPORATION OF FLORIDA, along with a check in the amount of \$122.50, as payment in full.

Please place these documents in line for processing. Thank you very much.

Sincerely,

  
Kenneth L. Henderson

enclosures

FILED  
00 JUL 24 AM 11:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

7-26  
WC

ARTICLES OF INCORPORATION

OF

SUMMIT MORTGAGE BANK CORPORATION OF FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

1. NAME. The name of the Corporation is:  
SUMMIT MORTGAGE BANK CORPORATION OF FLORIDA
2. DURATION. The period of its duration is perpetual.
3. PURPOSE. The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.
4. CAPITAL STOCK. The corporation is authorized to issue One Hundred Million (100,000,000) shares of common stock, all of one class, at NO Par Value.
5. PRINCIPAL OFFICE. The address of the principal office of the corporation is as follows:

SUMMIT MORTGAGE BANK CORPORATION OF FLORIDA  
255 East Commercial Boulevard, Suite 204  
Lauderdale by the Sea, Florida 33334

6. INITIAL REGISTERED AGENT. The name and address of the initial registered agent of the corporation is as follows:

Kenneth L. Henderson                      1507 Argyle Drive, #207  
Ft. Lauderdale, Florida 33312

7. INITIAL BOARD OF DIRECTORS. The corporation shall have ONE (1) director initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than ONE (1) director.

The name and address of the initial director of the corporation is:

NAME	ADDRESS
Kenneth L. Henderson	1507 Argyle Drive, #207 Ft. Lauderdale, Florida 33312

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

8. AMENDMENT OF ARTICLES. The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.
9. INDEMNIFICATION. To the extent permitted by law, the corporation shall indemnify any officer or director, or any former officer or director in the manner set out and provided for in the bylaws of the corporation.
10. INCORPORATOR. The name and address of the incorporator is:

NAME

ADDRESS

Kenneth L. Henderson

1507 Argyle Drive, #207  
Ft. Lauderdale, Florida 33312

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 21 day of July, 2000.

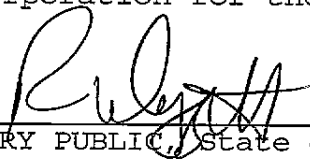
  
INCORPORATOR

STATE OF FLORIDA )

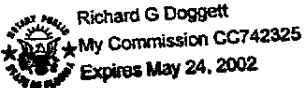
COUNTY OF BROWARD )

SS

BEFORE ME this 21 day of July, 2000, personally appeared KENNETH L. HENDERSON, to me well known to be the person who executed the foregoing Articles of Incorporation for the purposes therein expressed.

  
NOTARY PUBLIC, State of Florida

MY COMMISSION EXPIRES:



CERTIFICATE DESIGNATING REGISTERED AGENT UPON  
WHOM PROCESS MAY BE SERVED WITHIN THIS STATE

In pursuance of Chapter 48.091 of the Florida Statutes, the following is submitted in compliance with said Act:

FIRST, that SUMMIT MORTGAGE BANK CORPORATION OF FLORIDA, a Florida corporation qualified to do business under the laws of this State, has appointed Kenneth L. Henderson as its agent to accept service of process within this State at the following address:

Kenneth L. Henderson

1507 Argyle Drive, #207  
Ft. Lauderdale, Florida 33312

Having been named to accept service of process for the above stated corporation, 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:

  
Kenneth L. Henderson

July 21, 2000

FILED  
00 JUL 24 AM 11:15  
SECRETARY OF STATE  
TALLAHASSEE, FL 32399