

**CORPORATE
ACCESS,
INC.**

PO 1000013397

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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FILING Articles

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
01 FEB -6 AM 11:02

1.) Bank-on-it Financial, Inc.
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

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*****87.50 *****87.50

3.) _____
(CORPORATE NAME & DOCUMENT #)

4.) _____
(CORPORATE NAME & DOCUMENT #)

5.) _____
(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS

RECEIVED
01 FEB -5 AM 9:50
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 5, 2001

CORPORATE ACCESS, INC.

*Corrected
2/6/01*

SUBJECT: BANK-ON-IT FINANCIAL, INC.
Ref. Number: W01000002663

We have received your document for BANK-ON-IT FINANCIAL, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Written approval and clearance of the terms BANK, BANKER, BANC, BANKING, TRUST COMPANY, BANCSHARES, SAVINGS & LOAN ASSOCIATION, SAVINGS BANK, or CREDIT UNION must be obtained from the Division of Banking, pursuant to section 655.922(2a), Florida Statutes.

Enclosed is a "Name Approval Request" form to be filled out and sent to the address indicated on the form. If the proposed name is approved by the Division of Banking, resubmit the document and approval letter to the Division of Corporations for filing.

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) 487-6927.

Tracy Smith
Document Specialist

Letter Number: 601A00006924

RECEIVED
FEB - 6 AM 10:09
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
COUNT-ON-IT FINANCIAL, INC.
(a Florida Corporation)

01 FEB -6 AM 11:02
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FEB 6 2001

The undersigned incorporator, for the purposes of forming a corporation under the laws of the state of Florida, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is: COUNT-ON-IT FINANCIAL, INC.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is: 522 South Federal Highway, Pompano Beach, FL 33062.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares having a par value of \$1.00 per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent of the corporation is: TAMI L. BROWNING, at 522 South Federal Highway, Pompano Beach, FL 33062.

ARTICLE V: INCORPORATORS

The name(s) and address(es) of the incorporator(s) of this corporation is (are): TAMI L. BROWNING, at 522 South Federal Highway, Pompano Beach, FL 33062.

ARTICLE VI: INITIAL BOARD OF DIRECTORS/OFFICERS

The name(s) and address(es) of the initial members of the Board of Directors of the corporation is (are): TAMI L. BROWNING at 522 South Federal Highway, Pompano Beach, FL 33062. The name(s) and address(es) of the initial Officers of the corporation is (are): TAMI L. BROWNING, President and Secretary at 522 South Federal Highway, Pompano Beach, FL 33062.

ARTICLE VII: PURPOSE OF CORPORATION

The major purpose of the corporation shall be to engage in real estate investments and other real estate business. The corporation is also authorized to engage in any other business or to perform any other act not prohibited by law.

ARTICLE VIII: LIMITED LIABILITY

The shareholders of the corporation shall not be personally liable for any of the obligations of the corporation to any extent.

The undersigned has executed these Articles of Incorporation this 3rd day of January, 2001.

Tami L. Browning
TAMI L. BROWNING, Incorporator

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the State of Florida, submits the following statement in designating its registered office and registered agent in the State of Florida:

1. The name of the corporation is: COUNT-ON-IT FINANCIAL, INC.
2. The name and street address of the registered agent of the corporation is: TAMI L. BROWNING, at 522 South Federal Highway, Pompano Beach, FL 33062.

HAVING BEEN NAMED AS REGISTERED AGENT, AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH ALL OF THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Tami L. Browning
TAMI L. BROWNING, Registered Agent

STATE OF FLORIDA
COUNTY OF BROWARD

ss.

Before me personally appeared TAMI L. BROWNING, who is personally known to me, or who produced Personally Known as identification, and she stated that she executed the foregoing for the purposes therein expressed, this 31st day of February 2001.

Janet Picariello
NOTARY PUBLIC, State of Florida at large

(stamp/seal)

OFFICIAL NOTARY SEAL
JANET PICARIELLO
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC743703
MY COMMISSION EXP. MAY 17, 2002

SECRETARY OF STATE
TALLAHASSEE FLORIDA
01 FEB -6 AM 11:02
FEB 6 2001