CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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Mortgage Pro America, Inc.

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*****78.75 *****78.75

✓ Art of Inc. File
LTD Partnership File
Foreign Corp. File
L.C. File
Fictitious Name File
Trade/Service Mark
Merger File
Art. of Amend. File
RA Resignation
Dissolution / Withdrawal
Annual Report / Reinstatement
✓ Cert. Copy
Photo Copy
Certificate of Good Standing
Certificate of Status
Certificate of Fictitious Name
Corp Record Search
Officer Search
Fictitious Search
Fictitious Owner Search
Vehicle Search
Driving Record
UCC 1 or 3 File
UCC 11 Search
UCC 11 Retrieval
Courier

FILED
01 MAR 29 PM 12:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

T SMITH MAR 29 2001

Signature

Requested by:

Name	Date	Time
[illegible]	3/29/01	10:25

Walk-In ____________ Will Pick Up ____________

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ARTICLES OF INCORPORATION

OF

MORTGAGE PRO AMERICA, INC.

ARTICLE I

NAME

The name of this corporation is **MORTGAGE PRO AMERICA, INC.**

ARTICLE II

BUSINESS TO BE TRANSACTED

The nature of the business to be transacted by the corporation is:

To engage in the business of issuance sales, marketing, consulting, production, distribution of mortgages and mortgage related products, and services and investments;

To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services, of every class, kind and description; and

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses, in the state of Florida and all other states and countries; and

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages transfers or corporate property, or other instruments to secure the payment of corporate indebtedness as required; and

To purchase the corporate assets of any other corporation and engage in the same other character of business; and

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the state of Florida or any other state or government, and while owner of such stock to exercise all the rights, powers, and privileges of ownership, including the right to vote such stock; and

To transact any and all lawful business for which incorporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III

CAPITAL STOCK

This corporation shall be authorized to issue **1000 (One Thousand)** shares of common stock.

ARTICLE IV

TERM OF EXISTENCE

This corporation shall exist in perpetuity.

ARTICLE V

PRINCIPLE OFFICE

This corporation shall have its principle office in the city of Fort Myers, county of Lee, State of Florida, at **1926 Victoria Avenue, Fort Myers, Florida 33901**. The mailing address for the corporation is **1926 Victoria Avenue, Fort Myers, Florida 33901.**

ARTICLE VI

REGISTERED AGENT OFFICE

The street address of the registered office of this corporation in the state of Florida is **13141 McGregor Boulevard, Suite 9, Fort Myers, Florida 33919**. The directors may from time to time move the registered office to any other address in Florida. The initial registered agent of this corporation is **Raymond L. Schumann** whose address is **13141 McGregor Boulevard, Suite 9, Fort Myers, Florida 33919.**

ARTICLE VII

DIRECTORS

This corporation shall have **1 (One)** directors, initially. The number of directors may be increased or decreased from time to time, by the by-laws adopted by the stockholders.

Keith Campbell
1926 Victoria Avenue
Fort Myers, Florida 33901

ARTICLE VIII

INCORPORATORS

The incorporators to these Articles of Incorporation are:

Keith Campbell
1926 Victoria Avenue
Fort Myers, Florida 33901

ARTICLE IX

CORPORATE OFFICERS

The following-named persons shall hold the indicated offices of the corporation for the first year, from the date of incorporation or until their successors are elected and qualified:

Keith Campbell; President
1926 Victoria Avenue
Fort Myers, Florida 33901

IN WITNESS WHEREOF, the subscribers have hereunto set their hands and seals this day of March 27, 2001.

_____________________________(SEAL)
KEITH CAMPBELL
Incorporator

STATE OF FLORIDA

COUNTY OF LEE

BEFORE ME, the undersigned authority, personally appeared KEITH CAMPBELL who acknowledged before me that he/she executed the foregoing Articles of Incorporation voluntarily and for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 27th day of MARCH, 2001.

____
NOTARY PUBLIC

My commission expires:

NOTARY PUBLIC STATE OF FLORIDA
Raymond L. Schumann
Notary Public, State of Florida
Commission No. CC 675642
My Commission Exp. 08/27/2001
1-800-3-NOTARY - Fla. Notary Service & Bonding Co.

ACCEPTANCE OF REGISTERED AGENT

RAYMOND L. SCHUMANN having been named as the registered agent in the foregoing Articles of Incorporation of **MORTGAGE PRO AMERICA, INC.,** to accept serve of process for the corporation at **13141 McGregor Boulevard, Suite 9, Fort Myers, Florida 33919**, hereby agrees to act as the registered agent and comply with the laws of the state of Florida relative to such position.

DATED this 27th day of March, 2001.

FILED
01 MAR 29 PM 12:54
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RAYMOND L. SCHUMANN

Registered Agent