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Of Counsel:  
Nicholas E. Karatinos (727) 328-1650

April 19, 2001

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

100004044901--8  
-04/23/01--01142--013  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: BAY AREA MORTGAGE CORP.

To whom it may concern:

Enclosed please find the original and one copy of Articles of Incorporation for the above-referenced corporation, and an Acceptance by Registered Agent, along with a check made out in the amount of \$78.75 for your fee.

Please file the articles and return the Certificate and charter to me at the address on the letterhead of this letter. Should you have any questions, please contact me at that same address or the above telephone number.

Sincerely Yours,

  
Gregory B. Seeley  
Attorney for Incorporator

Wol-9371

GBS/gh  
Enclosures: (as stated above)  
cc: File, Client

01 MAY -2 AM 9:37  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

April 25, 2001

SEELEY & KARATINOS, P.A.  
ATTN: GREGORY B. SEELEY  
3924 CENTRAL AVE  
ST. PETERSBURG, FL 33711

SUBJECT: BAY AREA MORTGAGE CORP.  
Ref. Number: W01000009371

We have received your document for BAY AREA MORTGAGE CORP. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and street address must be consistent wherever it appears in your document.

You must list the corporation's principal office and/or a mailing address in the document.

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) 487-6928.

Tim Burch  
Document Specialist  
New Filing Section

Letter Number: 301A00024495

**ARTICLES OF INCORPORATION**  
**OF**  
**BAY AREA MORTGAGE CORP.**

01 MAY -2 AM 8:37  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned incorporator, a natural person and competent to contract for purposes of forming a corporation under the laws of the State of Florida, adopts the following Articles of Incorporation for said corporation.

**ARTICLE I: NAME**

The name of the Corporation shall be BAY AREA MORTGAGE CORP.

**ARTICLE II: PURPOSE**

The purpose for which this corporation is organized is to practice is for transacting any and all lawful business.

**ARTICLE III: DURATION**

This corporation shall have perpetual existence.

**ARTICLE IV: CAPITAL STOCKS**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 1,000 shares with no par value.

**ARTICLE V - PRINCIPAL OFFICE**

The principal office address of the corporation in Florida is 243 - 32nd Street North, St. Petersburg, FL 33713.

**ARTICLE VI: REGISTERED OFFICE AND REGISTERED AGENT**

The initial Registered Office of the corporation in Florida is 4248 Fairfield Avenue South, St. Petersburg, Florida 33711. The initial Registered Agent of the corporation is Kenneth B. Williams at 4248 Fairfield Avenue South, St. Petersburg, Florida 33711.

**ARTICLE VII: INCORPORATOR**

The names and addresses of the Incorporator is:

President: Kenneth B. Williams, 243 - 32nd Street North, St. Petersburg, FL 33713; and

**ARTICLE VIII: DIRECTORS**


Corporate business shall be managed by the shareholders of the corporation, rather than by a board of directors.

**IN WITNESS WHEREOF** the Incorporators have hereunto set their hands on this 19<sup>th</sup> day of April, 2001.



Kenneth B. Williams  
Incorporator

Kenneth B. Williams, who is either personally known to me or has produced a driver's license as identification, appeared and signed these Articles of Incorporation on this 19<sup>th</sup> day of April, 2001.



Notary Public, State of Florida

My Commission Expires:



Gail Hollenbeck  
Commission # 00 741291  
Expires May 10, 2002  
Bonded Through  
Automatic Bonding Co., Inc.

**ACCEPTANCE BY REGISTERED AGENT**

The undersigned hereby accepts the designation and position of REGISTERED AGENT for BAY AREA MORTGAGE CORP. on this 19<sup>th</sup> day of April, 2001.

WITNESSES:

Kelly Barton  
[Signature]

[Signature]  
Kenneth B. Williams  
Registered Agent

STATE OF FLORIDA )

COUNTY OF PINELLAS )

BEFORE ME, the undersigned authority, personally appeared Kenneth B. Williams, to me well known to be the person described in and who executed the foregoing Articles of Incorporation as Registered Agent, and acknowledged before me that he executed same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal, this 19<sup>th</sup> day of April, 2001.

[Signature]  
Notary Public, State of Florida

My Commission Expires:



Gail Hollenbeck  
Commission # 00741291  
Expires May 10, 2002  
Bonded Thru  
Atlantic Bonding Co., Inc.