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THE LAW OFFICE OF

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STATE DEPT OF STATE  
TALLAHASSEE, FLORIDA

01 MAY -7 AM 9:06

FILED

April 10, 2001

Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

600004139876-3  
-05/07/01-01139-008  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: R. S. MORTGAGE ASSOCIATES, INC.

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation as they pertain to the above-mentioned corporation for filing. Also enclosed is a check in the amount of \$70.00 representing the fees (\$35.00) and registered agent designation (\$35.00). Once these Articles have been filed, please return a conformed copy of the Articles to my office.

Should you have any questions or need additional information, please feel free to contact my office.

Sincerely,

*Stephen M. Martin*

Stephen M. Martin

SMM/mrm  
Enclosures

F. CHESNEY

MAY 14 2001

ARTICLES OF INCORPORATION  
OF  
RS MORTGAGE ASSOCIATES, INC.

**FIRST:** The name of this corporation is **RS MORTGAGE ASSOCIATES, INC., 115 Hillcrest Street, Lakeland, Florida 33815.**

**SECOND:** The general nature of the business or businesses to be transacted by this Corporation, together with and in addition to those powers conferred by the laws of Florida and the United States of America and the principles of common law upon corporations organized under and by virtue of the laws of Florida, is a licensed mortgage broker.

**THIRD:** The maximum number of shares of stock that this Corporation is authorized to have outstanding at one time is Ten Thousand (10,000) shares of common stock having a par value of One Dollar (\$1.00) per share.

**FOURTH:** The amount of capital with which this Corporation will begin business is Five Hundred Dollars (\$500.00).

**FIFTH:** This corporation is to exist perpetually.

**SIXTH:** The initial street address of the principal office of this Corporation in the State of Florida is 115 Hillcrest Street, Lakeland, Florida 33815.

**SEVENTH:** This Corporation shall have one (1) Director initially. The number of Directors may be increased from time to time by By-Laws adopted by the Stockholders, but shall never be less than one (1).

FILED  
01 MAY -7 AM 9:06  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

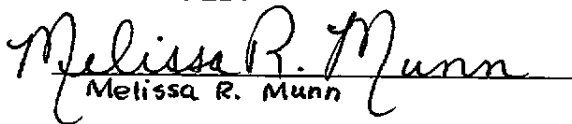
**EIGHTH:** The name and street address of the members of the first Board of Directors and subscribers to these Articles of Incorporation are:

**TRUDEE D. RITTER**                      **115 Hillcrest Street**  
**Lakeland, Florida 33815**

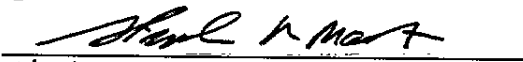
**NINTH:** The Registered Agent and his address for service of process of this Corporation is TRUDEE D. RITTER, 115 Hillcrest Street, Lakeland, Florida 33815.

**TENTH:** These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to a majority of stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

WITNESSED:

  
Melissa R. Munn

  
TRUDEE D. RITTER

  
Stephen M. Martin

I hereby declare that I am familiar with and accept the duties and responsibilities as registered agent for the above-named corporation.

  
TRUDEE D. RITTER  
As Registered Agent

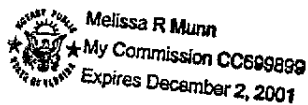
STATE OF FLORIDA

COUNTY OF POLK

I **HEREBY CERTIFY** that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared **TRUDEE D. RITTER**, individually and **TRUDEE D. RITTER** as Registered Agent, to me known to be the persons described as subscribers and registered agent, and who executed the foregoing Articles of Incorporation and acknowledged before me they subscribed to these Articles of Incorporation.

**WITNESS** my hand and official seal in the County and State named above, this 4<sup>th</sup> day of April, 2001.

(SEAL)



*Melissa R. Munn*  
NOTARY PUBLIC  
State of Florida at Large  
My commission expires:

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

01 MAY -7 AM 9:06

FILED