



PO1000048445

ACCOUNT NO. : 072100000032

REFERENCE : 150398 80476A

AUTHORIZATION : Patricia Pignato

COST LIMIT : \$ 78.75

ORDER DATE : May 15, 2001

ORDER TIME : 11:11 AM

ORDER NO. : 150398-005

CUSTOMER NO: 80476A

CUSTOMER: Mr. Al R. Lopez, Jr.
Lopez & Kelly, P.a.

Suite 500
4600 West Cypress Avenue
Tampa, FL 33607

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2001 MAY 15 PM 12: 09
TO AGENCY OF FILING
SUFFICIENCY OF FILING

DOMESTIC FILING

NAME: REAL WORKS MORTGAGE, INC.

EFFECTIVE DATE:

8000004217788--3

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sandra Mathis - EXT. 1165

EXAMINER'S INITIALS:

RECEIVED
DEPARTMENT OF STATE
TALLAHASSEE FLORIDA
2001 MAY 15 PM 2:23

5/15/01

ARTICLES OF INCORPORATION
OF
REALWORKS MORTGAGE, INC.

2001 MAY 15 PM 2:23

SECRETARY OF STATE
TALLAHASSEE FLORIDA

Article I
Name

The name of this Corporation is REALWORKS MORTGAGE, INC.

Article II
Duration

The Corporation shall have perpetual existence.

Article III
Purpose and Principal Place of Business

Purpose. This Corporation is organized for the purposes of transacting any or all lawful business.

Principal Place of Business. The initial street address of the principal place of business of the Corporation is 1713 Lois Avenue, Suite 100, Tampa, Florida 33629-5754.

Article IV
Capital Stock

The amount of capital stock authorized shall consist of 7,500 shares of the common voting stock having a par value of \$1.00 per share, payable in lawful money of the United States of America or in property, at a just valuation to be fixed by the Board of Directors of this Corporation. The capital stock of the Corporation may at any time be increased or decreased as provided by the laws of Florida.

Article V
Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata shares thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article VI
Registered Office and Agent

Section 1. The undersigned incorporators of this Corporation, desiring to organize under the laws of the State of Florida, with its principal place of business located in the City of Tampa, State of Florida, have named Al R. Lopez, Jr., as their agent to accept service of process within this State.

Section 2. 4600 West Cypress Street, Suite 500, Tampa, Florida 33607, is hereby designated by said incorporators as the Registered Office of the Corporation in the State of Florida, and Al R. Lopez, Jr., is hereby named as the Registered Agent of the Corporation, whose business office is identical with the said Registered Office.

Article VII
Incorporators

The names and street addresses of the Incorporators are:

Cynthia C. Daft
1713 Lois Avenue, Suite 100
Tampa, Florida 33629-5754

Tanya Traviesa
1713 Lois Avenue, Suite 100
Tampa, Florida 33629-5754

Article VIII
Board of Directors

Section 1. This Corporation initially shall have two directors. The number of directors may be increased or diminished from time to time by action in accordance with the Bylaws of the Corporation.

Section 2. The names and street addresses of the first members of the Board of Directors who, unless otherwise provided by the Bylaws, shall hold office for the first year of existence of the Corporation or until their successors are elected and qualified:

Cynthia C. Daft
1713 Lois Avenue, Suite 100
Tampa, Florida 33629-5754

Tanya Traviesa
1713 Lois Avenue, Suite 100
Tampa, Florida 33629-5754

All of the directors of the Corporation shall be at least eighteen (18) years of age.

Article IX
Restriction on Transfer of Stock


Shares of the capital stock of this Corporation shall be issued initially to the following person and in the amount set opposite her name:

Cynthia C. Daft	100 shares
Tanya Traviesa	100 shares

Shares held by the initial Shareholder listed above and all subsequent shareholders may not be resold or otherwise transferred (other than to a revocable trust created by a Shareholder) or encumbered without the consent of the other Shareholders and unless such shares are first offered to the remaining Shareholders or to this Corporation. The price and terms at which, and the time

within which, such shares may be offered and sold shall be further specified in, or as directed by, the Bylaws of this Corporation or by written agreement of this Corporation and its Shareholders.

IN WITNESS WHEREOF, the above-named Incorporators have subscribed their names
this 14 day of May, 2001.


CYNTHIA C. DAFT

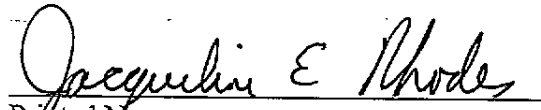

TANYA TRAVIESA

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing Articles of Incorporation were acknowledged before me by CYNTHIA C. DAFT, who is personally known to me, or who has produced Florida Driver's License as identification and who ~~did~~ [did not] take an oath, this 14th day of May, 2001.



Jacqueline E. Rhodes
MY COMMISSION # DD000421 EXPIRES
April 30, 2005
BONDED THRU TROY FAIN INSURANCE, INC.

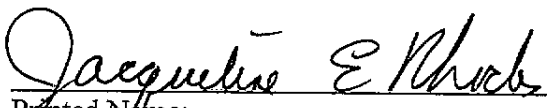

Printed Name:
NOTARY PUBLIC
State of Florida at Large
Commission No. _____
My Commission Expires: _____

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing Articles of Incorporation were acknowledged before me by TANYA TRAVIESA, who is personally known to me, or who has produced Florida Driver's License as identification and who ~~did~~ [did not] take an oath, this 14th day of May, 2001.




Jacqueline E. Rhodes
MY COMMISSION # DD000421 EXPIRES
April 30, 2005
BONDED THRU TROY FAIN INSURANCE, INC.

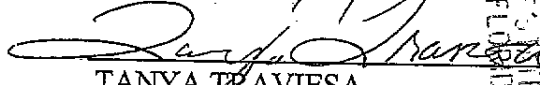

Printed Name:
NOTARY PUBLIC
State of Florida at Large
Commission No. _____
My Commission Expires: _____

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48.091 and SECTION 607.0501, FLORIDA
STATUTES, THE FOLLOWING IS SUBMITTED:


FIRST--THAT REALWORKS MORTGAGE, INC., DESIRING TO ORGANIZE
OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL
PLACE OF BUSINESS IN THE CITY OF TAMPA, STATE OF FLORIDA, HAS NAMED AL
R. LOPEZ, JR., LOCATED AT 4600 WEST CYPRESS STREET, SUITE 500, TAMPA,
FLORIDA 33607, AS ITS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS
WITHIN FLORIDA.


CYNTHIA C. DAFT
INCORPORATOR
TITLE: President
DATE: 5/14/01


TANYA TRAVIESA
INCORPORATOR
TITLE: Vice President
DATE: 5/14/01

2001 MAY 15 PM 2:23
TALAMHASEE FLORIDA
FILED

AL R. LOPEZ, JR., HAVING BEEN NAMED TO ACCEPT SERVICE OF
PROCESS FOR THE ABOVE-STATED CORPORATION, AT THE PLACE DESIGNATED IN
THIS CERTIFICATE, AND BEING FAMILIAR WITH THE OBLIGATIONS OF
REGISTERED AGENT, I HEREBY AGREE TO ACT IN THIS CAPACITY AND ACCEPT
THE OBLIGATION OF THAT POSITION, AND I FURTHER AGREE TO COMPLY WITH
THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE
PERFORMANCE OF ALL MATTERS.


AL R. LOPEZ, JR., Registered Agent
DATE: 5-14-2001