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TRANSMITTAL LETTER

FILED

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SECRE FLORIDA

TALLAHASSEE, FLORIDA

Florida Department of State Division of Corporations 409 E. Gaines Street Tallahassee, FL 32399

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SUBJECT: MAYER MORTGAGE COMPANY

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$70.00 for filing fees.

FROM: Robert D. Mayer

1084 Torchwood Drive DeLand, FL 32724 386-574-9332 ARTICLES OF INCORPORATION FILED

OF

MAYER MORTGAGE COMPANY

SECRETATI DE STATE TALLAHASSEE, FLORIDA

01 MAY 24 AM 9: 23

The undersigned, for the purpose of forming a corporation for profit pursuant to Chapter 607, Florida Statutes, do hereby adopt the following Articles of Incorporation:

ARTICLE I. NAME

The name of this corporation is Mayer Mortgage Company.

ARTICLE II. EFFECTIVE DATE

The effective date of this incorporation shall be May 15, 2001.

ARTICLE III. PRINCIPAL OFFICE

The principal place of business and mailing address is 610 Deltona Blvd., Suite A, Deltona, FL 32725.

ARTICLE IV. PURPOSE

The purpose for which this corporation is initially organized is to engage in any or all lawful business for which corporations may be incorporated under Florida law.

ARTICLE V. CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having no par value per share.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash or 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 share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII. INITIAL OFFICERS/DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time by the bylaws. The names and street addresses of the initial board of directors and officers who shall hold office until the first annual meeting of shareholders of the corporation or until their successors are elected or appointed and have qualified are as follows:

NAME OFFICE ADDRESSS

Robert D. Mayer President 1084 Torchwood Drive

DeLand, FL 32724

Betty W. Mayer Vice President

1084 Torchwood Drive DeLand, FL 32724

ARTICLE VIII. REGISTERED AGENT

The name and Florida street address of the registered agent is:

Robert D. Mayer 610 Deltona Blvd., Suite A Deltona, FL 32725

ARTICLE IX. INCORPORATOR

The name and address of the Incorporator is:

Robert D. Mayer 1084 Torchwood Drive DeLand, FL 32724

ARTICLE X. AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to reservation.

ARTICLE XI. RESTRICTIONS ON TRANSFER OF CAPITAL STOCK

Unless otherwise provided in the corporation's by-laws, no shares of capital stock of this corporation may be transferred without prior approval of the corporation's board of directors.

ARTICLE XII. INDEMNIFICATION

The corporation shall indemnify its officers, directors and authorized agents for all liability incurred directly, indirectly or incidentally to services performed for the corporation, to the fullest extent permitted under the Florida law existing now or hereinafter enacted.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Robert D. Mayer, Regastered Agent

Robert D. Mayer, Incorporator

5/22/01 Date

Nata