

TRANSMITTAL LETTER

P010000063658

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

SUBJECT: NATIONS BANKERS MORTGAGE CORPORATION
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

900004439729--8
-06/25/01--01125--003
*****87.50 *****87.50

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00 Filing Fee
☐ \$78.75 Filing Fee & Certificate of Status

☐ \$78.75 Filing Fee & Certified Copy
☒ \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED

FROM: FERNANDA J. VOIGT
Name (Printed or typed)

8770 SUNSET DR # 286
Address

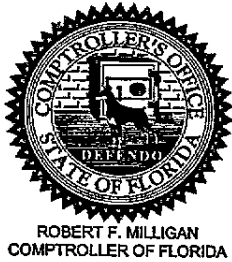
MIAMI FL 33173
City, State & Zip

305 510 1616 / 305 233 2
Daytime Telephone number

FILED
01 JUN 25 AM 9:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

TSMITH JUN 27 2001



OFFICE OF THE COMPTROLLER
DEPARTMENT OF BANKING AND FINANCE
STATE OF FLORIDA
TALLAHASSEE
32399-0350

June 18, 2001

Fernanda J. Voigt
8770 Sunset Drive, #286
Miami, Florida 33173

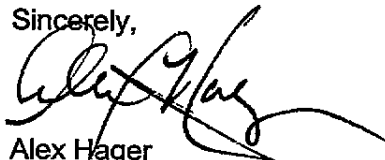
Dear Ms. Voigt:

Re: "Nations Bankers Mortgage Corporation"

Thank you for your recent letter/fax requesting approval for use of the above-referenced name.

It is the opinion of this Department that the above-referenced corporate name is definitive enough to differentiate the business being conducted from that of a commercial bank or trust company. Therefore, the Department does not object to your use of the above-referenced name being registered to conduct business in the state of Florida.

Sincerely,



Alex Hager
Director

AH:kr

cc: Karon Beyer, Chief, Bureau of Corporate Records
Division of Corporations, Secretary of State's Office

William T. Sims, Division of Securities/Finance
Department of Banking and Finance

CERTIFICATE OF INCORPORATION
OF
NATIONS BANKERS MORTGAGE CORPORATION

WE THE UNDERSIGNED, DO HEREBY ASSOCIATE OURSELVES TOGETHER AND SUBSCRIBE THIS CERTIFICATE OF INCORPORATION FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA, AND SUBJECT TO THE FOLLOWING PROVISIONS;

ARTICLE ONE

THE NAME OF THIS CORPORATION SHALL BE:

NATIONS BANKERS MORTGAGE CORPORATION

ARTICLE TWO

THE CORPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND OF THE STATE OF FLORIDA.

ARTICLE THREE

THE MAXIMUM NUMBER OF SHARES OF STOCK WHICH THE CORPORATION SHALL HAVE OUTSTANDING AT ANY TIME, SHALL BE ONE THOUSAND (1,000) SHARES OF STOCK, WHICH SHALL BE COMMON STOCK OF A PAR VALUE OF FIFTY CENTS (\$0.50) OF A DOLLAR PER SHARE. ALL OR ANY PART OF THE CAPITAL STOCK MAY BE PAID EITHER IN LAWFUL MONIES OF THE UNITED STATES OF AMERICA, OR IN SERVICES, AT A TRUE VALUATION THEREOF.

ARTICLE FOUR

THIS CORPORATION SHALL BEGIN BUSINESS WITH A MINIMUM CAPITAL OF THE AMOUNT OF FIVE HUNDRED (\$500.00) DOLLARS.

ARTICLE FIVE

THIS CORPORATION SHALL HAVE PERPETUAL EXISTENCE.

ARTICLE SIX

THE PRINCIPAL OFFICE OF THE CORPORATION SHALL BE LOCATED AT:

9990 SW 77th Avenue, Miami Florida 33156

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TALLAHASSEE, FLORIDA

OTHER OFFICES FOR THE TRANSACTION OF BUSINESS MAY BE LOCATED WHEREVER THE DIRECTORS MAY DEEM NECESSARY OR EXPEDIENT.

ARTICLE SEVEN

THE BUSINESS OF THE CORPORATION SHALL BE MANAGED BY A BOARD OF DIRECTORS, WHO NEED NOT BE STOCKHOLDERS OF THE CORPORATION. THE NUMBER OF DIRECTORS, NOT LESS THAN ONE, SHALL BE FIXED BY RESOLUTION OF THE STOCKHOLDERS AT ANY REGULAR OR SPECIAL MEETING, SUBJECT TO THE MANNER OF HOLDING SUCH MEETING PRESCRIBED BY THE BY-LAWS.

ARTICLE EIGHT

THE NAMES AND POST OFFICE ADDRESSES OF THE MEMBERS OF THE FIRST BOARD OF DIRECTORS AND OFFICERS WHO SHALL HOLD OFFICE FOR THE FIRST YEAR OF EXISTENCE OF THE CORPORATION OR UNTIL THEIR SUCCESSORS ARE ELECTED OR APPOINTED AND HAVE QUALIFIED, ARE AS FOLLOWS:

BOARD OF DIRECTORS

Fernanda J. Voigt 8770 Sunset Drive, # 286, Miami FL 33173

OFFICERS

PRESIDENT: Fernanda J. Voigt

ARTICLE NINE

THE NAMES AND POST OFFICE ADDRESSES OF EACH OF THE SUBSCRIBERS TO THIS CERTIFICATE OF INCORPORATION AND THE NUMBER OF SHARES OF STOCK, WHICH EACH SUBSCRIBER AGREES TO TAKE, ARE AS FOLLOWS:

NAME	ADDRESS	NO. SHARES
Fernanda J. Voigt	8770 Sunset Dr #286, Miami Florida 33173	1000

ARTICLE TEN

THIS CORPORATION SHALL HAVE FULL POWER TO CARRY ON AND TRANSACT EACH OR ALL OF THE BUSINESSES ENUMERATED IN ARTICLE TWO OF THIS CERTIFICATE, AND SHALL HAVE ALL THE GENERAL AND ADDITIONAL POWERS NOW OR

HEREAFTER CONFERRED UPON IT BY LAW.

ARTICLE ELEVEN

THIS CORPORATION SHALL HAVE THE POWER TO ISSUE THE WHOLE OR ANY PART, DETERMINED BY THE BOARD OF DIRECTORS, OF THE SHARES OF THE CAPITAL STOCK AS PARTLY PAID, SUBJECT TO CALLS THEREON UNTIL THE WHOLE THEREOF SHALL HAVE BEEN PAID.

ARTICLE TWELVE

UPON ELECTION OF A BOARD OF DIRECTORS BY THE STOCKHOLDERS, SUCH BOARD OF DIRECTORS SHALL MANAGE THE BUSINESS AFFAIRS OF THIS CORPORATION WITHOUT THE NECESSITY OF FURTHER AUTHORITY FROM THE STOCKHOLDERS, EXCEPT AS BY LAW OR IN THIS CERTIFICATE OTHERWISE PROVIDED; ANY ACTION OF SUCH BOARD OF DIRECTORS MAY BE RESCINDED OR ANY DIRECTOR OR OFFICER REMOVED FROM OFFICE, ONLY UPON A VOTE OF STOCKHOLDERS HOLDING THE MAJORITY OF THE STOCK OF THE CORPORATION WHICH MAY AT SUCH TIME ACTUALLY ISSUED UNLESS OTHERWISE PROVIDED BY THE BY-LAWS OF THE BOARD OF DIRECTORS. ALL HOLDERS OF COMMON STOCK OF THIS CORPORATION SHALL BE ENTITLED TO VOTE THE SAME IN ANY MANNER PROVIDED BY LAW WHETHER SAID STOCK SHALL BE FULLY OR PARTIALLY PAID UNLESS OTHERWISE DETERMINED BY THE BOARD OF DIRECTORS AT OR BEFORE THE TIME OF ISSUANCE THEREOF.

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATORS HAVE HEREUNTO SET
THEIR HANDS AND AFFIXED THEIR SEALS, THIS 22nd DAY OF

JUNE, 2001.

[Signature] (SEAL) _____ (SEAL)
_____ (SEAL)

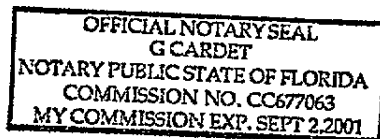
STATE OF FLORIDA)
COUNTY OF DADE) SS:

BEFORE ME, THE UNDERSIGNED AUTHORITY, DULY AUTHORIZED TO
ADMINISTER OATHS AND TAKE ACKNOWLEDGMENTS, PERSONALLY APPEARED:
Fernanda J. Voigt, WHO, AFTER BEING BY ME FIRST DULY SWORN, EXECUTED THE
FOREGOING CERTIFICATE OF INCORPORATION, FREELY AND VOLUNTARILY FOR
THE PURPOSE THEREIN EXPRESSED.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET HAND AND OFFICIAL SEAL AT MIAMI,
SAID COUNTY AND STATE, THIS _____ DAY OF _____ 2 _____.

NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE

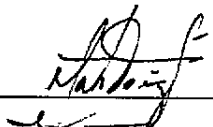
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MY COMMISSION EXPIRES: 9/02/01



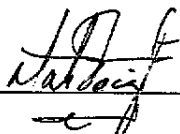
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST- THAT **NATIONS BANKERS MORTGAGE CORPORATION**

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF MIAMI, STATE OF FLORIDA, HAS NAMED Fernanda J. Voigt, 9990 SW 77th Avenue, Suite 200, CITY OF MIAMI, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE 
TITLE PRESIDENT
DATE 06.22.01

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE 
DATE 06.22.01

FILED
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TALLAHASSEE, FLORIDA