

# P010000076866

**Watson & Osborne, P.A.**  
**Attorneys at Law**

KEITH WATSON  
LEE S. OSBORNE  
WILLIAM J. JOOS  
GERARD SCHLOTH

REPLY TO:  
2500 MONUMENT ROAD, SUITE 201

July 27, 2001

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

Re: S & J Mortgage Services, Inc.

500004511045--4  
-08/01/01--01049--017  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Sir or Madam:

Enclosed please find the original and one (1) copy of the Articles of Incorporation for S&J Mortgage Services, Inc. Also enclosed is our check in the amount of \$78.75, payable to the Florida Department of State, to cover your fees for filing, registration and certification.

If you have any questions, please feel free to contact me. Your assistance is greatly appreciated.

Very truly yours,

Lee S. Osborne

LSO/cys

Enclosures

FILED  
01 AUG - 1 AM 10:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

8/8/6

208 PONTE VEDRA PARK DR., SUITE 101  
PONTE VEDRA BEACH, FL 32082  
(904) 273-7009  
FAX (904) 273-6369

3030 HARTLEY ROAD, SUITE 280  
JACKSONVILLE, FLORIDA 32257  
(904) 260-6629  
FAX (904) 260-5123

1566 DUNN AVENUE, SUITE 2  
JACKSONVILLE, FLORIDA 32218  
(904) 757-7830  
FAX (904) 757-7527

2500 MONUMENT ROAD, SUITE 201  
JACKSONVILLE, FLORIDA 32225  
(904) 641-2720  
FAX (904) 641-6506

1840 SOUTHSIDE BLVD, #1A  
JACKSONVILLE, FLORIDA 32216  
(904) 724-6333  
FAX (904) 723-5510

**ARTICLES OF INCORPORATION**  
**FOR**  
**S & J MORTGAGE SERVICES, INC.**

**FILED**  
**01 AUG - 1 AM 10:49**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

The undersigned, for the purposes of forming a corporation for profit under the laws of the State of Florida, hereby adopt the following Articles of Incorporation:

**ARTICLE I**

**Name, Location and  
Mailing Address of Principal Office**

The name of the corporation is S & J MORTGAGE SERVICES, INC. The principal office and mailing address of this corporation is 6316 Lake Plantation Drive, Jacksonville, Florida 32244.

**ARTICLE II**

**Purpose**

This corporation is organized for the purpose of transacting any and all business permitted under the laws of the United States and the State of Florida.

**ARTICLE III**

**Capital Stock**

This corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than 35 persons. Stock will be issued and transferred only to (i) natural persons, (ii) estates, or (iii) a trust defined in Section 1361(c)(2)(or its successor section) of the Internal Revenue Code. In addition, no stock shall be issued or transferred to a nonresident alien. The corporation is authorized to issue five hundred (500) shares of capital stock, of which 500 shares shall be issued to John Franklin Cassady and Susan Moore Cassady, his wife, each share having a par value of \$1.00.

**ARTICLE IV**

**Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is 6316 Lake Plantation Drive, Jacksonville, Florida 32244, and the name of the initial registered agent of the corporation at that address is John Franklin Cassady.

**ARTICLE V**  
**Directors**

This corporation shall initially have two directors. The number of directors may be increased or decreased from time to time but shall never be fewer than one nor more than five. The name, street address and title of the members(s) of the first Board of Directors of the corporation are:

<u>Name</u>	<u>Street Address</u>	<u>Title</u>
John Franklin Cassady	6316 Lake Plantation Drive Jacksonville, FL 32244	President, Treasurer
Susan Moore Cassady	6316 Lake Plantation Drive Jacksonville, FL 32244	Vice President, Secretary

**ARTICLE VI**  
**Incorporator**

The name and street address of the incorporators of this corporation are John Franklin Cassady and Susan Moore Cassady, of 6316 Lake Plantation Drive, Jacksonville, Florida 32244.

**ARTICLE VII**  
**By-Laws**

The initial By-Laws of this corporation shall be adopted by the director(s). By-Laws may be adopted, amended or repealed in the manner provided in the By-Laws by either the shareholders or the directors.

**ARTICLE VIII**  
**Restrictions on Transfer of Stock**

The shareholders may, by By-Law provision or by shareholders' agreement recorded in the minutes book, impose such restrictions on the sale, transfer or encumbrance of the stock of this corporation as they may see fit.

**ARTICLE IX**  
**Director Compensation**

The Board of Directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions

upon which such compensation shall be paid. Any directors of the corporation may also serve the corporation in any other capacity and receive compensation in any form.

**ARTICLE X**  
**Indemnification**

The Board of Directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

**ARTICLE XI**  
**Dissolution**

This corporation may be dissolved prior to the time fixed in these Articles of Incorporation by the unanimous vote of the stockholders then holding fifty-one percent (51%) voting capital stock at a meeting of the stockholders called for that purpose, in the manner, not inconsistent with Florida law, set forth in the bylaws, if any. In the event of such dissolution, the affairs of the corporation shall be wound up in the manner provided by the Florida General Corporation Act.

IN WITNESS WHEREOF, the incorporator has executed these Articles the 27<sup>th</sup> day of July, 2001.

John Franklin Cassady  
John Franklin Cassady  
Incorporator

Susan Moore Cassady  
Susan Moore Cassady  
Incorporator

STATE OF FLORIDA  
COUNTY OF DUVAL

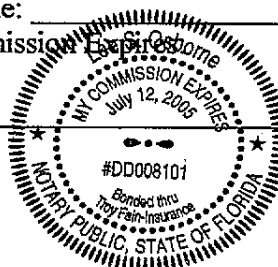
The foregoing instrument was acknowledged before me this 27<sup>th</sup> day of July, 2001 by John Franklin Cassady and Susan Moore Cassady.

[Signature]  
Notary Public, State of Florida

Print Name: \_\_\_\_\_

My Commission Expires \_\_\_\_\_

Personally known \_\_\_\_\_ or produced identification: \_\_\_\_\_



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

S & J MORTGAGE SERVICES, INC., desiring to organize under the laws of the State of Florida as a corporation, has named John Franklin Cassady, who maintains an office at 6316 Lake Plantation Drive, Jacksonville, Florida 32244, as its registered agent to accept service of process within this State, all in accordance with Section 607.034, Florida Statutes.

DATED this 27<sup>th</sup> day of July, 2001.

By: John Franklin Cassady  
John Franklin Cassady, Incorporator

Susan Moore Cassady  
Susan Moore Cassady, Incorporator

**ACCEPTANCE**

Having been named to accept service of process for the foregoing corporation, at the place designated in this certificate, and being familiar with the obligations of such position, I hereby agree to act in such capacity and agree to comply with the provisions of the laws of the State of Florida relative to maintaining such registered office.

DATED this 27<sup>th</sup> day of July, 2001.

John Franklin Cassady  
John Franklin Cassady

**FILED**  
01 AUG - 1 AM 10:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA