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ACCOUNT NO. : 072100000032

REFERENCE : 441647. 80989A
Patricia Riggs

AUTHORIZATION :

COST LIMIT : \$ 70.00

01 AUG 23 PM 2:18
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : August 23, 2001

ORDER TIME : 2:32 PM

ORDER NO. : 441647-005

CUSTOMER NO: 80989A

CUSTOMER: Stephen L. Evans, Esq
Stephen L. Evans, Esq

600004552976--9

104 North Thomas Street

Plant City, FL 33566

DOMESTIC FILING

NAME: ACTION MORTGAGE OF PLANT CITY,
INC.

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP
- ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder - EXT. 1118

EXAMINER'S INITIALS:

PS 8/23/01

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2001 AUG 23 PM 3:14

NOT RETURNED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
ACTION MORTGAGE OF PLANT CITY, INC.**

ARTICLE I. CORPORATE NAME.

The name of this corporation is:

Action Mortgage of Plant City, Inc.
110 East Reynolds Street
Suite 803
Plant City, Florida 33566

ARTICLE II. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 750 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV. TERM OF EXISTENCE.

This Corporation shall have perpetual existence, commencing upon filing of these articles.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Danny J. Musgrove
110 East Reynolds Street
Suite 803
Plant City, Florida 33566

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS.

This Corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTOR.

The names of the initial directors of this Corporation and their street addresses are:

Danny J. Musgrove
110 East Reynolds Street - Suite 803
Plant City, Florida 33566

Rhonda G. Musgrove
110 East Reynolds Street - Suite 803
Plant City, Florida 33566

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII. INCORPORATOR.

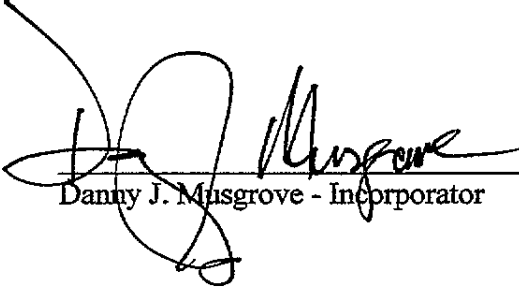
The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Danny J. Musgrove
110 East Reynolds Street - Suite 803
Plant City, Florida 33566

ARTICLE IX. AMENDMENT.

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 the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.


IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on August 21, 2001.



Danny J. Musgrove - Incorporator

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, a Notary Public, personally appeared Danny J. Musgrove, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on August 21, 2001.



Notary Public, State of Florida at Large

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

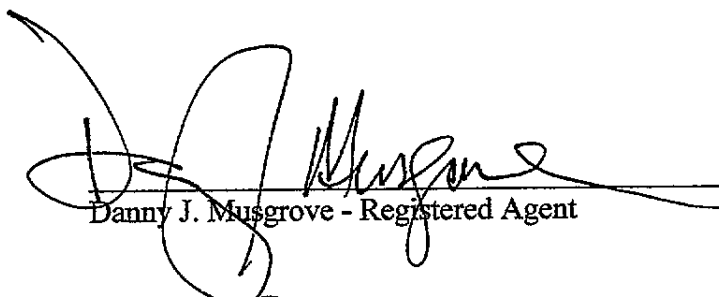
**Certificate Designating Place of Business or Domicile
for the Service of Process Within This State,
Naming Agent Upon Whom Process May be Served**

In compliance with Section 48.091 and Section 607.0501, Florida Statutes, the following is submitted:

That Action Mortgage of Plant City, Inc., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 110 East Reynolds Street, Suite 803, Plant City, Florida 33566 County of Hillsborough, State of Florida, has named Danny J. Musgrove, located at 110 East Reynolds Street, Suite 803, Plant City, 33566, County of Hillsborough, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.


Danny J. Musgrove - Registered Agent