

PO1000102766

TRANSMITTAL LETTER

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

SUBJECT: ALL PRO MORTGAGE TEAM, INC.

Enclosed are an original and one (1) copy of the Articles of Incorporation and a check for \$ 87.50 (Filing Fee, Certified Copy & Certificate of Status).

FROM: Jerrett M. McConnell, Esq.
112 2nd Avenue South
Jacksonville Beach, Florida 32250
(904) 620-7637

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

T. Burch OCT 24 2001

ARTICLES OF INCORPORATION
In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME:

The name of the corporation shall be **All Pro Mortgage Team, Inc.**

ARTICLE II PRINCIPAL OFFICE:

The principal place of business/mailling address is:

Principal Place of Business: 9951 Atlantic Boulevard, Suite 326
Jacksonville, Florida 32225

Mailing Address: P.O. Box 16374
Jacksonville, Florida 32245

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ARTICLE III PURPOSE:

The purpose for which the corporation is organized is to engage in any lawful activity permitted by the laws of this state.

ARTICLE IV SHARES:

The total number of shares which the corporation shall have the authority to issue is one Thousand (1,000) shares of \$ 0.01 par value stock.

ARTICLE V INITIAL OFFICERS/DIRECTORS:

David F. Roberts
105 Third Avenue East
Springfield, Tennessee 37172

ARTICLE VI REGISTERED AGENT:

Jerrett M. McConnell, Esq.
112 2nd Avenue South
Jacksonville Beach, Florida 32250

ARTICLE VII INCORPORATOR:

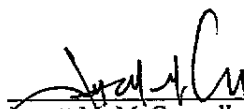
David F. Roberts
105 Third Avenue East
Springfield, Tennessee 37172

ARTICLE VIII PREEMPTIVE RIGHTS:


No shareholder of this corporation shall sell any shares of stock in this corporation held by him without first offering to sell such stock to the corporation on the same terms and conditions and at the price offered in good faith and in writing by any proposed purchaser. The written offer by such proposed purchaser shall be delivered to the corporation at the time the stock is offered to the corporation for sale. The corporation shall have the exclusive right to accept the offer any time within thirty (30) days from and after the date on which the offer is made to the shareholder by the proposed purchaser and shall exercise its option to purchase by notifying the shareholder in

writing. If the corporation shall not exercise its option to purchase the shares of stock, it shall notify the shareholder in writing. If the corporation notifies the shareholder in writing that it will not exercise its option to purchase the shares, or if the thirty (30) day exclusivity period should terminate without the corporation having exercised its option, the shareholder shall have the right to sell the shares to the proposed purchaser, provided the sale of stock to the proposed purchaser be under the same terms and conditions as those offered to the corporation.

Having been named as a 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.


Terrett M. McConnell, Esq.
Registered Agent

10/18/01
Date


David F. Roberts
Incorporator

10/16/01
Date