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PEAVYHOUSE & OPP, P.A.

ATTORNEYS AT LAW

FILED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RUSSELL K. PEAVYHOUSE

CLIFFORD R. OPP, JR.

SABAL PARK  
10002 PRINCESS PALM AVENUE  
SUITE 228, REGISTRY ONE  
TAMPA, FLORIDA 33619

(813) 623-3999  
FAX (813) 623-1587

November 26, 2001

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32301

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-12/03/01--01087--012  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: R. M. Lending Services, Inc.

Dear Sir/Madam:

Enclosed for filing with your division, EFFECTIVE JANUARY 1, 2002, are the Articles of Incorporation for the above-named corporation (original and one copy).

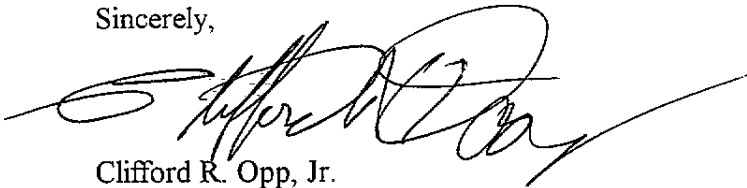
Also enclosed is our firm's check in the amount of \$78.75 in payment of the following sums:

Filing Fee	\$35.00
Certificate under seal	8.75
Registered Agent Fee	<u>35.00</u>
Total	\$78.75

EFFECTIVE DATE  
01-01-02

Thank you for your prompt attention and assistance. Should you have any question or instruction, please contact either myself or my paralegal, Linda Wade, at 813-623-3999.

Sincerely,



Clifford R. Opp, Jr.

CROJr/lw  
enclosures  
cc: Mr. Robert Mercado

J. BRYAN DEC - 5 2001

**ARTICLES OF INCORPORATION  
OF  
R. M. LENDING SERVICES, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

**ARTICLE I**

**NAME AND PRINCIPAL ADDRESS OF CORPORATION**

EFFECTIVE DATE  
01-01-02

The name of this corporation shall be R. M. LENDING SERVICES, INC. The principal address of the corporation is 792 W. Lumsden Road, Brandon, Florida, 33511; and the mailing address of the corporation is Post Office Box 2202, Valrico, Florida, 33595.

**ARTICLE II**

**COMMENCEMENT AND DURATION**

The Corporation shall commence to exist, effective January 1, 2002, and shall exist perpetually thereafter until dissolved.

**ARTICLE III**

**PURPOSE**

The corporation is organized for the purpose of operating mortgage lender/financial services and transacting any and all lawful business.

**ARTICLE IV**  
**STATED CAPITAL**

The corporation is authorized to issue 100 shares of common stock having \$1.00 par value per share.

**ARTICLE V**  
**BOARD OF DIRECTORS**

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the board of directors.

Any and all of the powers and duties conferred to or imposed upon the board of directors, by resolution of the shareholders adopted at a special meeting called for that purpose, may be exercised or performed to such extent and by such person or persons as shall be provided by the shareholders.

The corporation shall have one director initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the By-Laws of the corporation.

The names and street addresses of the initial director who shall hold office until successor(s) shall be chosen at the first meeting of the stockholders and have qualified shall be:

ROBERT MERCADO  
792 W. Lumsden Road  
Brandon, Florida 33511

**ARTICLE VI**  
**INDEMNIFICATION**

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

## **ARTICLE VII**

### **BY-LAWS**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders, but the Board of Directors may not alter, amend, or repeal any By-Laws adopted by the shareholders if the shareholders provide that the By-Laws shall not be altered, amended or repealed by the Board of Directors.

## **ARTICLE VIII**

### **AMENDMENT**

These Articles of Incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the stockholders or at any special meeting of the stockholders called for that purpose.

## **ARTICLE IX**

### **INCORPORATOR**

The name and address of the incorporator to these Articles of Incorporation is as follows:

ROBERT MERCADO  
792 W. Lumsden Road  
Brandon, Florida 33511

## **ARTICLE X**

### **INITIAL REGISTERED OFFICE AND AGENT**

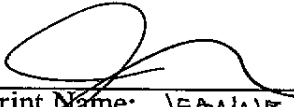
The street address of the initial registered office of the corporation is 10002 PRINCESS PALM AVE., SUITE 228, TAMPA, FLORIDA, 33619, and the name of the initial registered agent of the corporation at that address is CLIFFORD R. OPP, JR., ESQUIRE.


IN WITNESS WHEREOF, the undersigned, as incorporator, hereby executes these Articles of Incorporation, on this 19 day of NOV, 2001.

  
\_\_\_\_\_  
ROBERT MERCADO

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

BEFORE ME, this 19 day of NOV, 2001, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared ROBERT MERCADO, \_\_\_\_\_ who is personally known to me or ✓ who has produced \_\_\_\_\_ as identification, and known by me to be the person who executed the foregoing Articles of Incorporation, has acknowledged before me that \_\_\_\_\_ he executed the same freely and voluntarily for the purposes therein expressed.

  
\_\_\_\_\_  
Print Name: JEANNE M. HENDERSON  
NOTARY PUBLIC, State of Florida  
at Large.

 Jeanne M. Henderson  
Commission # CG 866444  
Expires Oct. 12, 2003  
Bonded Thru  
Atlantic Bonding Co., Inc.


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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act;

First - - That R. M. LENDING SERVICES, INC., desiring to organize under the laws of the State of Florida with its principal place of business in Hillsborough County, Florida, has named CLIFFORD R. OPP, JR., ESQUIRE, located at 10002 PRINCESS PALM AVE., SUITE 228, TAMPA, FLORIDA, 33619, as its agent to accept service of process within this state.

ACCEPTANCE

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said offices.

  
CLIFFORD R. OPP, JR., ESQ.  
Registered Agent