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01 DEC 24 AM 10:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : December 24, 2001

ORDER TIME : 11:27 AM

ORDER NO. : 520867-005

CUSTOMER NO: 7194943

CUSTOMER: Richard T. Morehead, Esq  
Richard T. Morehead, P.a.

444 Third Street

Neptune Beach, FL 32266

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-12/24/01--01011--008  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

DOMESTIC FILING

NAME: NEPTUNE MORTGAGE SERVICES,  
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP  
       ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson - EXT. 1155

EXAMINER'S INITIALS  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

01 DEC 24 PM 12:10

RECEIVED

Rs 12/26/01

FILED

01 DEC 24 AM 10:12

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

NEPTUNE MORTGAGE SERVICES, INC.

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

ARTICLE I

NAME

The name of this corporation is Neptune Mortgage Services, Inc.

ARTICLE II

COMMENCEMENT AND DURATION

This corporation shall commence upon the filing of these Articles with the Secretary of the State of Florida and shall exist perpetually.

ARTICLE III

PURPOSE

This corporation is organized for the purpose of engaging in the Business of mortgage loan solicitation, placement, processing, brokering and related matters and any other business as may be approved by the Board of Directors and which businesses are permitted under the laws of the State of Florida.

ARTICLE IV

CAPITAL STOCK

The maximum number of shares of capital stock which this corporation is authorized to have is one hundred shares of common capital stock with a par value of one dollar per share.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 215 Myrtle Street, Neptune Beach, Florida 32266 and the name of the initial registered agent of this corporation at that address is Donald J. Sabia.

## ARTICLE VI

### INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may either be increased or diminished from time to time according to the By-Laws, but shall never be less than one. The name and address of the initial director of this corporation is:

Donald J. Sabia  
215 Myrtle Street  
Neptune Beach, Florida 32266

## ARTICLE VII

### INCORPORATOR

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

Donald J. Sabia  
215 Myrtle Street  
Neptune Beach, Florida 32266

## ARTICLE VIII

### BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors, subject to the approval by the shareholder. The initial By-Laws of this corporation shall be adopted by the director.

## ARTICLE IX

### INITIAL ISSUE AND RESTRICTIONS OF TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following person(s) and in the amount set opposite of their names:

Donald J. Sabia                      100 SHARES

Shares held by the initial stockholders listed above and subsequent shareholders may not be resold or otherwise transferred to other persons or hypothecated in any manner unless shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this corporation. The treasury stock of the corporation may only be issued with the approval of the shareholders.

#### ARTICLE X

##### OFFICERS

The name and addresses of the officers of this corporation who shall hold office for the first year of the corporation, until successors are elected or appointed and have qualified are as follows:

Donald J. Sabia, President, Secretary and  
Treasurer  
215 Myrtle Street  
Neptune Beach, Florida 32266

#### ARTICLE XI

##### SHAREHOLDER QUORUM AND VOTING

Fifty-one percent (51%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

#### ARTICLE XII

##### APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this corporation to any plan of merger shall be required in every case whether or not approval is required by law.

## ARTICLE XIII

### POWERS

This corporation shall have all of the corporation powers enumerated in the Florida General Corporation Act.

## ARTICLE XIV

### PRINCIPAL PLACE OF BUSINESS

The initial principal place of business for the corporation is 1639 Beach Boulevard, Jacksonville Beach, Florida 32250

## ARTICLE XV

### DIRECTOR COMPENSATION

The shareholders of this corporation shall have the exclusive authority to fix the compensation of the directors of this corporation. Shareholders of the corporation may also serve as directors and/or officers of the corporation.

## ARTICLE XVI

### DIRECTORS QUORUM AND VOTING

The quorum for meeting of the initial Board of Directors shall be constituted by one director. Thereafter, if the number of directors is increased, two-thirds of the directors shall constitute a quorum for a meeting of directors.

## ARTICLE XVII

### MEETING BY CONFERENCE TELEPHONE

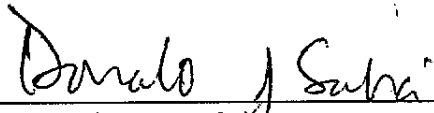
Members of the Board of Directors may participate in meeting by the Board of Directors by means of conference telephone as provided by law.

ARTICLE XVIII

AMENDMENT

This corporation, through its shareholders, reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto. All amendments to be approved by two-thirds vote.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 21st day of December, 2001.


  
Donald J. Sabia

STATE OF FLORIDA

COUNTY OF DUVAL

BEFORE ME, the undersigned authority, personally appeared DONALD J. SABIA, known to me and who presented Florida State Drivers Licenses for identification and known to me to be the persons who executed the foregoing Articles of Incorporation and HE acknowledged before me that he executed same for the purposes therein described.

WITNESS my hand and official seal this 21st day of December, 2001, at Neptune Beach, Duval County, Florida.



NOTARY PUBLIC  
STATE OF FLORIDA  
My Commission expires:



FILED

DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT 01 DEC 24 AM 10:12

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA


WITNESSETH

That Neptune Mortgage Services, Inc. desiring to organize under the laws of the State of Florida, which will have its principal office in Jacksonville Beach, Florida, has named Donald J. Sabia, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named by the incorporator of Neptune Mortgage Services, Inc. to accept service of process for the Corporation, at the place designated in this certificate, I hereby agree to serve as the registered agent for the Corporation, and agree to comply with the applicable provisions of the Florida Statutes.

Dated this 21st day of December, 2001.

  
DONALD J. SABIA  
Registered Agent