

Division of Corporations

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Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

ATLANTIS MORTGAGE, INC.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 12, 2002

FLORIDA FILING & SEARCH

SUBJECT: ATLANTIS MORTGAGE, INC.
REF: W02000006827

Abaca Mortgage, Inc

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida Corporation is:
Abaca Mortgage Inc.

Article II. Address

The Corporation's mailing address is:
8577 Gulf Blvd.
Unit 1404
Navarre, FL 32566

EFFECTIVE DATE
03/07/02

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
Cinnamon L. Holderman
8577 Gulf Blvd.
Unit 1404
Navarre, FL 32566

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TALLAHASSEE, FLORIDA

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Cinnamon L. Holderman
Robert T. Holderman III

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

American Incorporators, Ltd.
1220 North Market Street
Wilmington, DE 19801
800-421-2661

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Article V. Capital Stock

The Corporation shall have the authority to issue 1500 shares of common stock with no par value.

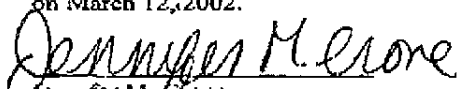
Article VI. Incorporator

The name and address of the incorporator is:
Jennifer M. Crone
1220 Market Street
Suite 606
Wilmington, DE 19801

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on March 7, 2002.

The undersigned incorporator executed these Articles of Incorporation on March 12, 2002.


Jennifer M. Crone
Incorporator

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:
Abaca Mortgage Inc.

REGISTERED AGENT/OFFICE
8577 Gulf Blvd.
Unit 1404
Navarre, FL 32566

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

Canon Holdeman

Date: 3/12/02

American Incorporators, Ltd.
1220 North Market Street, Suite 606
Wilmington, DE 19801
800-421-2551

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