

TRANSMITTAL LETTER

PO2000046779

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

SUBJECT: Willis Financial, Inc.  
(Proposed corporate name - must include suffix)

000005371770--8  
-04/30/02--01001--001  
\*\*\*\*\*79.00 \*\*\*\*\*78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00  
Filing Fee

\$78.75  
Filing Fee  
& Certificate of Status

\$78.75  
Filing Fee  
& Certified Copy

\$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

FROM: William Willis  
Name (Printed or typed)

P.O. Box 350076  
Address

PAUM COAST, FL. 32135  
City, State & Zip

386-931-1595  
Daytime Telephone number

RECEIVED

02 APR 29 PM 3:07

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APR 29 PM 3:22

APPROVED  
AND  
FILED

NOTE: Please provide the original and one copy of the articles.

✓

ARTICLES OF INCORPORATION OF  
WILLIS FINANCIAL, INC.

Know all men by these presents, that the undersigned have come this day further purpose of forming a corporation under the laws of the State of Florida, and to that end do hereby adopt Articles of Incorporation, as follows:

ARTICLE I

The name of the proposed corporation is: WILLIS FINANCIAL, INC.

ARTICLE II

The general nature of the business to be transacted by the Corporation shall be:

1. To conduct business as a MORTGAGE BROKERAGE & LENDER
2. To acquire by purchase, lease or otherwise, lands, and buildings and to own and hold same for the use of the Corporation.
3. To contract, to own, to buy and to sell or lease real or personal properties.
4. To purchase and hold stock in corporate assets in other corporations and engage in the same or other character of business.
5. Enter into, make, perform, and carry out contracts and agreements of every kind, and for any lawful purpose, without corporation, and to transact any further and other business necessarily connected with the purpose of this corporation, or calculated to facilitate the same.
6. To carry on any and all of its operations and businesses, and to promote its objects within the State of Florida or elsewhere, without restriction as to place or amount, and to have, use, exercise and enjoy all of the general powers of like corporations.
7. To do any or all of the things herein set forth to the same extent as natural persons might or could do, and in any part of the world as principals, agents, contractors, of otherwise, alone, or in company with others, and to do and perform all such other things and act that may be necessary, profitable, or expedient in carrying on any of the business or acts above named.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares at no par value each.

Authorized Capital stock may be paid for in cash, or in services of property, in which case, just value shall be fixed by the Board of Directors of this Corporation at any regular or special meeting.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

02 APR 29 PM 3:22

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AND  
FILED

ARTICLE IV

The classification of shares of stock shall be as follows:

Common - 100 shares - no par value

ARTICLE V

The amount of capital with which the corporation will begin business is one hundred dollars ( \$100.00 ) .

ARTICLE VI

The corporation shall have perpetual existence.

ARTICLE VII

The street address of the corporation's initial registered office is 6 WAVER PLACE PALM COAST FLORIDA 32164 and the name of its initial registered agent is WILLIAM WILLIS 6 WAVER PLACE, PALM COAST FLORIDA 32164

ARTICLE VIII

The number of directors of the Corporation shall be as provided in the by-laws, but shall not be less than one (1) in number, nor more than five (5), and shall be three (1) in number until otherwise fixed or changed by the by-laws.

ARTICLE IX

The name and address of the first Board of Directors, who, subject to the provisions of the Articles of Incorporation, the Bylaws of this Corporation, and the laws of Florida, shall hold office for the first year of the corporation existence, or until their successors are elected and qualified are as follows:

WILLIAM WILLIS  
PO BOX 350076  
PALM COAST FLORIDA 32135

ARTICLE IX

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, posed by them to the stockholders and approved at a stockholders meeting by a majority of the stock entitled to vote therein, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment to the Articles of Incorporation be made.

APPROVED AND FILED  
02 APR 29 PM 3:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

IN WITNESS WHERE OF, WILLIAM WILLIS being the incorporator herein above named, have hereunto set my hand and seal this \_\_\_\_ day of April 29, 2002, A. D.

William Willis (Seal)  
WILLIAM WILLIS

Witness

Witness

I WILLIAM WILLIS am familiar with and accept duties and responsibilities as a registered agent.

William Willis  
WILLIAM WILLIS

STATE OF FLORIDA  
COUNTY OF LEON

I HEREBY CERTIFY that on this day, before me and officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared WILLIAM WILLIS to me known to be the person described in who executed the foregoing instrument and he acknowledged before me that she executed the same.

WITNESS my hand and official seal in the County and State last aforesaid the \_\_\_\_ day of APRIL 2002.

\_\_\_\_\_  
Notary Public  
State of Florida at Large  
My commission expires: