

**KAREN C. HOFFMAN, P.A.**

ATTORNEYS AT LAW

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Karen C. Hoffman

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September 2, 2002

Registration Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

900007767419--1  
-09/16/02--01047--011  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: River City Lending, Inc.

Dear Sir or Madam,

We have enclosed the Articles of Incorporation and Certificate of Acceptance of Designation of Registered Agent for the referenced corporation.

Additionally, we have enclosed our firm check for \$78.75 for the filing fee and one certified copy.

Please forward the certified copy to my attention at the address provided above.

Please contact me if you have any questions.

Very truly yours,

*Karen C. Hoffman*  
Karen C. Hoffman

**FILED**  
02 SEP 16 AM 9:54  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

9/18

# **ARTICLES OF INCORPORATION**

**OF**

**RIVER CITY LENDING, INC.**

## **ARTICLE I**

### **NAME**

The name of this corporation is "River City Lending, Inc.", and its principal address is 12849 Quincy Bay Drive, Jacksonville, Florida 32224.

## **ARTICLE II**

### **NATURE OF BUSINESS**

This corporation is organized for the purpose of engaging in and transacting any or all lawful business permitted under the laws of the State of Florida or any other state and of the United States.

## **ARTICLE III**

### **CAPITAL STOCK**

This corporation is authorized to issue Ten Thousand (10,000) shares of common stock having a par value of One Dollar (\$1.00) per share, which shares shall be and hereby are designated as "Common Shares". Without action by the stockholders, any or all of the authorized shares may be issued by the corporation from time to time for such consideration as may be fixed by the Board of Directors of this corporation.

**FILED**  
02 SEP 16 AM 9:54  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

#### **ARTICLE IV**

##### **TERM OF EXISTENCE**

The term for which this corporation shall exist shall be perpetual, commencing on the date of filing of these Articles.

#### **ARTICLE V**

##### **PRINCIPAL OFFICE OF THE CORPORATION**

The principal office of the business of the corporation shall be 12849 Quincy Bay Drive, Jacksonville, Florida 32224. The Board of directors may, from time to time, change the principal office and mailing address to any other address in Florida.

#### **ARTICLE VI**

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

The initial registered office of this corporation in the State of Florida is 12849 Quincy Bay Drive, Jacksonville, Florida 32224, and the name of the initial registered agent of this corporation at that address is Frank J. Neidhardt, III. The Board of Directors may, from time to time, change the registered agent or move the registered office to any other address in Florida.

#### **ARTICLE VII**

##### **INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) Director initially. The number of Director may be increased or diminished, from time to time, by amendment to the Bylaws, but in no event shall the number of Directors be reduced below one (1). The name and address of the initial Director of this corporation is:

NAME

ADDRESS

Frank J. Neidhardt, III

12849 Quincy Bay Drive  
Jacksonville, Florida 32224

ARTICLE VIII

**INCORPORATOR**

The name and address of the Incorporator of this corporation is:

NAME

ADDRESS

Frank J. Neidhardt, III

12849 Quincy Bay Drive  
Jacksonville, Florida 32224

ARTICLE IX

**BYLAWS**

Both the shareholders and the Board of Directors may repeal, amend or adopt Bylaws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaws made by them that such Bylaws shall not be altered, repealed or amended by the Board of Directors.

ARTICLE X

**AMENDMENTS**


These Articles of Incorporation may be amended in the manner provided by law. Both the shareholders and the Board of Directors may repeal, amend or adopt Bylaws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaws made by them that such Bylaw shall not be altered, repealed or amended by the Board of Directors.

ARTICLE XI

SUBSCRIPTION

As of and by the execution of these Articles of Incorporation by the Incorporator, in consideration of the filing of and the premises and covenants contained in these Articles of Incorporation, the Incorporator hereby subscribes to purchase Five Hundred (500) shares of Common Stock at \$1.00 per share, for a total purchase price of \$ 500.00, to be paid as shall be determined by the Board of Directors.

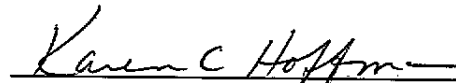
IN WITNESS WHEREOF, the undersigned Incorporator, being a natural person competent to contract, has hereunto set his hand and affixed her seal this 12<sup>th</sup> day of September, 2002.

 (SEAL)  
Frank J. Neidhardt  
Incorporator

STATE OF FLORIDA  
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 12<sup>th</sup> day of September 2002, by Frank J. Neidhardt, who is personally known to me or who produced \_\_\_\_\_ as identification.

(SEAL)

  
Print Name: KAREN C HOFFMAN  
Notary Public, State of Florida  
My Commission expires: \_\_\_\_\_  
Commission Number: \_\_\_\_\_



Karen C. Hoffman  
MY COMMISSION # DD115761 EXPIRES  
June 25, 2006  
BONDED THRU TROY FAIR INSURANCE, INC.

CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF  
REGISTERED AGENT OF  
RIVER CITY LENDING, INC.

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the State of Florida upon River City Lending, Inc., a corporation organized under the laws of the State of Florida, does hereby accept the appointment as such Registered Agent for the above-named corporation, and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office of said corporation, which Registered Office is located at 12849 Quincy Bay Drive, Jacksonville, Florida 32224.

IN WITNESS WHEREOF, I, such designated Registered Agent, have hereunto set my hand and seal at JAY BCH, DUVAL County, Florida, on this 12<sup>th</sup> day of Sept, 2002.

  
Frank J. Neidhardt, III  
Registered Agent

**FILED**  
02 SEP 16 AM 9:54  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA