

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

FILED

02 OCT -4 PM 12:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P02000107754
Atlantean Holdings, Inc.

200008216352--6
-10/07/02--01004--005
*****78.75 *****78.75

RECEIVED

02 OCT -4 PM 3:23

RECEIVED
02 OCT -4 PM 3:23
TALLAHASSEE, FLORIDA

Signature _____

Requested by: *SL*

Name _____

Date *10/4/02*

Time *3:04*

Walk-In _____

Will Pick Up _____

- ☒ Art of Inc. File _____
 - _____ LTD Partnership File _____
 - _____ Foreign Corp. File _____
 - _____ L.C. File _____
 - _____ Fictitious Name File _____
 - _____ Trade/Service Mark _____
 - _____ Merger File _____
 - _____ Art. of Amend. File _____
 - _____ RA Resignation _____
 - _____ Dissolution / Withdrawal _____
 - _____ Annual Report / Reinstatement _____
 - ☒ Cert. Copy _____
 - _____ Photo Copy _____
 - _____ Certificate of Good Standing _____
 - _____ Certificate of Status _____
 - _____ Certificate of Fictitious Name _____
 - _____ Corp Record Search _____
 - _____ Officer Search _____
 - _____ Fictitious Search _____
 - _____ Fictitious Owner Search _____
 - _____ Vehicle Search _____
 - _____ Driving Record _____
 - _____ UCC 1 or 3 File _____
 - _____ UCC 11 Search _____
 - _____ UCC 11 Retrieval _____
 - _____ Courier _____
- DB 10/4*

ARTICLES OF INCORPORATION
OF
ATLANTEAN HOLDINGS, INC.

FILED
02 OCT -4 PM 12:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby acknowledges the following Articles of Incorporation by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I

The name of the corporation shall be: **ATLANTEAN HOLDINGS, INC.**

ARTICLE II

The general nature of the business and the objects and purposes to be transacted and carried on are to do any and all of the things hereinafter mentioned as fully and to the same extent as natural persons might or could do, viz:

A. To do any and all lawful business and specifically to perform and operate the entity managing holdings and business owned by the corporation and services related to a mortgage and title company, and any and all other necessary services and activities for the conduct of business operations therefor.

B. This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Florida Statutes and permitted under the provisions of Chapter 607, Florida Statutes, as such Chapter may be hereinafter amended; to include additional purposes and allowable transactions; and to otherwise do any and all things in a corporate capacity not otherwise inconsistent with the laws of the State of Florida and the United States of America regulating corporations for profit.

ARTICLE III

This corporation is authorized to issue and have outstanding at any one time an aggregate number of One Thousand Five Hundred (1500) shares of one class of common stock with a value of One Dollar (\$1.00) per share, which shall be the only class of stock issued by the corporation.

All of said stock shall be payable in cash, property, labor or services, at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

ARTICLE IV

The effective date of the corporate existence of this corporation shall be from the date of the filing of this charter with the Secretary of State of the State of Florida; and this corporation shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE V

The corporation's initial Registered Agent and the Registered Office and its principal place of business in the State of Florida are:

INITIAL REGISTERED AGENT:	Frederick C. Heidgerd, Esq.
INITIAL REGISTERED OFFICE:	600 W. Hillsboro Blvd., Suite 520 Deerfield Beach, FL 33441
PRINCIPAL PLACE OF BUSINESS:	429 Seabreeze Blvd Fort Lauderdale, FL 33316

The corporation may have such other place of business, both within and without the State of Florida, and in foreign countries, as may be necessary or convenient.

ARTICLE VI

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time in accordance with the By-Laws, but shall never be less

than one (1) or more than fifteen (15). The name and address of the director, who shall hold office for the first year or until his successor is chosen in accordance with the By-Laws properly implemented are:

1. Joseph LaForte
3020 NE 32nd Avenue, Unit #625
Fort Lauderdale, FL 33308
2. Neil Zucker
815 NE 3rd Street
Dania, FL 33004

ARTICLE VII

The name and address of the incorporator and subscriber hereto executing these Articles of Incorporation is:

Frederick C. Heidgerd, Esq.
Frederick C. Heidgerd, P.A.
600 W. Hillsboro Blvd., Suite 520
Deerfield Beach, FL 33441

ARTICLE VIII

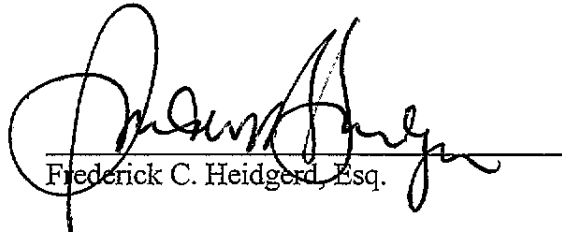
The corporation shall indemnify each officer, incorporator, or director, to the full extent permitted by the laws of the State of Florida limited only as set forth in the By-laws. The corporation shall defend, indemnify and hold such officer, incorporator, or director harmless of and from any claims which may be presented against him arising out of his official actions on behalf of the corporation or the furtherance of the corporation's business. This indemnification shall be made so long as the actions were undertaken in good faith for the best interests of the corporation.

ARTICLE IX

The original incorporator of this corporation shall have the right, after the organization of

same, to assign and deliver his subscription of stock herein to any other persons who may hereafter become subscribers to the capital stock of this corporation, who, upon acceptance of such assignment, shall stand in lieu of the original incorporator, and assume and carry out all of the rights, liabilities, and duties entailed by said subscription, subject to the laws of the State of Florida and the execution of this power.


IN WITNESS WHEREOF, I have hereunto set my hand and seal this 5th day of October, 2002.


Frederick C. Heidgerd, Esq.

STATE OF FLORIDA)
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this 15th day of October, 2002, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared Frederick C. Heidgerd to me known and well known to me to be the person of the name described in and who acknowledged to me that he executed the foregoing Articles of Incorporation as his free and voluntary act and deed, for the uses and purposes herein set forth and expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year first above written.


NOTARY PUBLIC, State of Florida
My commission expires:



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

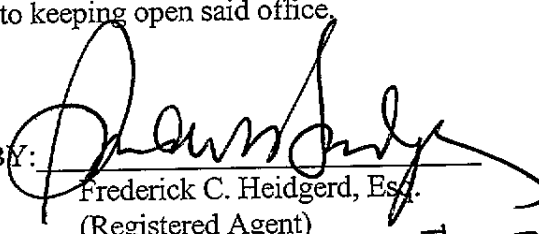
In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First—That desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at City of Dania, County of Broward, State of Florida has named Frederick C. Heidgerd, Esq., located at 600 W. Hillsboro Blvd., Suite 520, City of Deerfield Beach, County of Broward, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

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

BY:


Frederick C. Heidgerd, Esq.
(Registered Agent)

FILED
02 OCT -4 PM 12:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA