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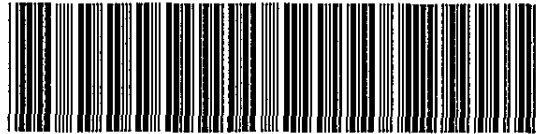
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START: OCT 28 2002

***LAW OFFICE OF MICHAEL E. REHR, P.A.***

Dadeland Towers South  
9500 S. Dadeland Blvd - Suite 550  
Miami, FL 33156

Telephone (305) 670-8993  
Telecopier (305) 670-8995  
e-mail: mrehr@rehrlaw.com

October 21, 2002

Department of State  
Att: Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

RE: Incorporation of REO Acquisitions of Florida, Inc.

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation and Designation and Acceptance of Registered Agent.

Also enclosed is my check in the amount of \$78.75 for the filing fees and a certified copy of the Articles. Please file these documents and return a certified copy at your earliest convenience.

Thank you for your assistance in this matter.

Very truly yours,



Michael E. Rehr

A\Corps\fileltr

**ARTICLES OF INCORPORATION**  
**OF**  
**REO ACQUISITIONS OF FLORIDA, INC.**

The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, hereby adopts the following articles of incorporation.

**ARTICLE I - NAME**

The name of the corporation shall be REO Acquisitions of Florida, Inc.

**ARTICLE II - TERM OF EXISTENCE**

The period of the corporation's duration is perpetual.

**ARTICLE III - PRINCIPAL OFFICE AND ADDRESS**

The address of the principal office and the mailing address of the corporation shall be 9500 So. Dadeland Boulevard, Suite 550, Miami, FL 33156.

**ARTICLE IV - PURPOSE**

The purpose for which the corporation is organized is to engage in such business as is authorized under the laws of the United States and the State of Florida.

**ARTICLE V - DIRECTORS**

The corporation shall have not less than one nor more than three Directors, who shall be elected in the manner described in the Bylaws. The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

**ARTICLE VI - AUTHORIZED STOCK**

The corporation is authorized to issue 100 shares of common stock at \$1.00 par value.

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**ARTICLE VII- INITIAL REGISTERED AGENT AND OFFICE**

The name of the corporation's initial registered agent and the street address of the corporation's initial registered office is: Michael E. Rehr, 9500 So. Dadeland Blvd, Suite 550, Miami, FL 33156.

**ARTICLE VIII - INCORPORATOR**

The name and address of the incorporator is Michael E. Rehr, 9500 So. Dadeland Blvd, Suite 550, Miami, FL 33156.

**ARTICLE IX - EFFECTIVE DATE**

The effective date of these Articles, and the date that the corporation's existence shall become effective, is the date that these Articles are filed.

Executed this 21 day of October, 2002.

  
\_\_\_\_\_  
Michael E. Rehr

**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/OFFICE**  
**AND**  
**ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT**

1. The name of the corporation is REO Acquisitions of Florida, Inc.
2. The name and address of the registered agent and office is:

Michael E. Rehr  
9500 So. Dadeland Blvd - Suite 550  
Miami, FL 33156

Having been named as registered agent and to accept service of process for the above-stated Corporation, at the place designated in this Certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATED: October 24, 2002

  
Michael E. Rehr, Registered Agent

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