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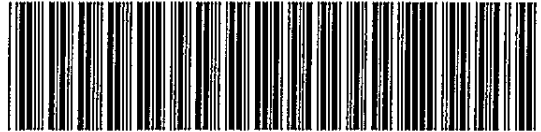
(Business Entity Name)

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03 JAN 27 PM 3:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2303

TRANSMITTAL LETTER

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

SUBJECT: Vanguard Mortgage Group Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are 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: James T. Russell
Name (Printed or typed)

299 Pradera Street
Address

St. Augustine, Florida 32086
City, State & Zip

386-527-8995
Daytime Telephone number

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

**ARTICLES OF INCORPORATION
OF
VANGUARD MORTGAGE GROUP, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby establishes the following for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provision 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 this corporation shall be VANGUARD MORTGAGE GROUP, INC.

ARTICLE II

Purpose

This corporation is organized for the following purpose;

(a) This corporation may engage or transact in mortgage loan origination and mortgage loan brokering, and any or all lawful activities, and to exercise all the powers now or hereafter conferred by the laws of the State of Florida upon corporations organized pursuant to the laws under which the corporation is organized and any and all acts amendatory thereof and supplemental thereto; and

(b) For the purpose of transacting any or all other lawful business.

ARTICLE III

Capital Stock

This corporation is authorized to issue 1000 shares of \$1.00 par value common stock.

ARTICLE IV

Preemptive Rights

There shall be no preemptive rights.

ARTICLE V

Corporate Duration

This corporation shall have perpetual duration unless sooner dissolved by law.

ARTICLE VI

Initial Registered Office and Agent

The business and mailing address of the Corporation and street address of the initial registered office of this Corporation is 7545 South Tropical Trail, Merritt Island, Florida 32952, c/o JoAnne Lee, and the name of the initial registered agent of this Corporation at that address is Joanne Lee.

ARTICLE VII

Initial Board of Directors

This corporation shall have three directors initially. The number of directors may be either increased or diminished from time to time by the Board of Directors pursuant to the By-Laws but shall never be less than three (3). The names and addresses of the initial directors of this Corporation are as follows:

James T. Russell
299 Pradera Street
Saint Augustine, Florida 32086

Luann M. MacMahon
25 Flamingo Drive
Saint Augustine, Florida 32080

Harry I. Lee
P.O. Box 372346
Satellite Beach, Florida 32937

ARTICLE VIII

By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX

Indemnification

The Corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE X

Special Provisions

The following special provisions shall govern this Corporation:

A. No person shall be required to own, hold or control stock in the Corporation as a precedent to holding an office of directorship in this Corporation.

B. No contract or other transaction between the Corporation and any other corporation, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the officers or directors of the Corporation is or are interested in or is an officer or director or are officers or directors of such other corporations, and any officer, officers or directors, individually or jointly, may be a party or parties to or may be interested in any such contract or transaction or the corporation or which the Corporation is interested; and no contract, act, transactions of the Corporation with any person or persons, firm or corporation, in the absence of fraud, shall be affected or invalidated by the fact that any officer, officers or directors of the Corporation is a party or are parties to or interested in such contract, act or transaction, or in any way connected with such person or persons, firm or corporation, and each and every person who may become an officer or director of this Corporation is hereby relieved from any liability that might otherwise exist from thus contracting with the Corporation for the benefit of himself or any firm, association or other corporation in which he may be in any way interested.

ARTICLE XI

Incorporator

The name and address of the person signing these Articles is as follows:

James T. Russell
299 Pradera Street
Saint Augustine, Florida 32086

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

JoAnne Lee

JoAnne Lee
Registered Agent

1/21/03

Date

James T. Russell

James T. Russell
Incorporator

1/21/03

Date

03 JAN 27 PM 3:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA