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**Division of Corporations**  
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**FLORIDA PROFIT CORPORATION OR P.A.**

**mortgage acceptance corp.**

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

September 30, 2003

EMPIRE CORPORATE KIT COMPANY

SUBJECT: MORTGAGE ACCEPTANCE CORP.  
REF: W03000027917

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The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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**ARTICLES OF INCORPORATION**  
**OF**  
**BGS MORTGAGE CORPORATION**

KNOW ALL MEN BY THESE PRESENTS: That the undersigned person, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

**ARTICLE I - NAME OF CORPORATION**

The name of the corporation shall be BGS MORTGAGE CORPORATION

**ARTICLE II - DURATION OF EXISTENCE**

This corporation shall exist perpetually, commencing on the date these Articles are filed in the Office of the Secretary of State.

**ARTICLE III - PLACE OF BUSINESS**

The corporation's principal place of business shall be 517 Southwest First Avenue, Fort Lauderdale, Florida, 33301.

**ARTICLE IV - GENERAL PURPOSES**

The purpose of this corporation is to engage in any activities or lawful business permitted for corporations under both the laws of the United States of America and the State of Florida.

**ARTICLE V - CAPITAL STOCK**

(I) Although the corporation shall have authority to issue ten thousand shares (10,000) of common stock, all of one class, with a par value of One Dollar (\$1.00) per share.

(II) All or any portion of the capital stock may be issued in payment for real or personal property, services, or any other right or thing having a value, in the judgment of the Board of Directors, at least equivalent to the full value of stock to be issued as hereinafter

Prepared by:  
Glenn R. Mea, Esq.  
The Law Offices of Glenn R. Mea & Sherri D. Simpson, P.A.  
517 S.W. First Ave.  
Ft. Lauderdale, FL 33301  
(954) 524-4141  
Fla. Bar No. 279119

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set forth, and when so issued, shall become and be fully paid and non-assessable, the same as though paid for in cash; and the Directors shall be the sole judges of the value of any property, right or thing acquired in exchange for capital stock, and their judgment of such value shall be conclusive and binding upon the present subscribers or future stockholders of the corporation.

#### ARTICLE VI - REGISTERED OFFICE AND AGENT

The address of the initial registered office is 517 S.W. First Avenue, Fort Lauderdale, Florida 33301, and the name of its initial registered agent at said address is Glenn R. Mee.

#### ARTICLE VII - BOARD OF DIRECTORS/OFFICERS

(I) The corporation shall have a minimum of one (1) director, and shall have one (1) director initially. The number of directors may be increased from time to time by amendment of the By-Laws.

(II) The name and address of the person who is to serve as president/director until the first annual meeting of shareholders or until its successors are elected and qualify, is:

Brian Tepper, President/Director  
517 Southwest 1<sup>st</sup> Avenue  
Fort Lauderdale, FL 33301

#### ARTICLE VIII - INCORPORATOR

The name and address of the incorporator of the corporation is Glenn R. Mee, 517 Southwest 1<sup>st</sup> Avenue, Fort Lauderdale, FL, 33301.

IN WITNESS WHEREOF, the undersigned incorporator has executed the foregoing Articles of Incorporation this 29 day of September, 2003.

  
GLEN R. MEE

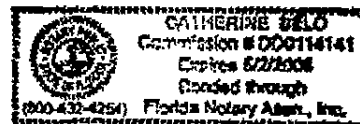
Prepared by:  
Glenn R. Mee, Esq.  
The Law Offices of Glenn R. Mee & Storm E. Simpson, P.A.  
517 S.W. First Av.  
Fort Lauderdale, FL 33301  
(954) 524-1141  
File No. 220119

STATE OF FLORIDA  
COUNTY OF BROWARD

THE FOREGOING Articles of Incorporation were acknowledged before me this day  
by Glenn R. Mee, who is personally known to me or has produced ~~as~~  
identification and did take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 29  
day of September, 2003.

Catherine Belo  
Notary Public  
My commission expires:



Prepared by:  
Glenn R. Mee, Esq.  
The Law Offices of Glenn R. Mee & Sherri B. Simpson, P.A.  
512 S.W. First Av  
Ft. Lauderdale, FL 33301  
(954) 524-4141  
Fla. Bar No. 230119

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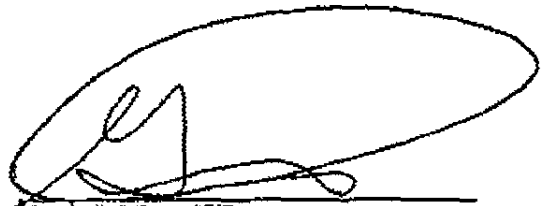
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN FLORIDA  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

The following is submitted, in compliance with Section 48.091, Florida Statutes,

THAT BGS MORTGAGE CORPORATION, a corporation organizing under the laws of the State of Florida, has named GLENN R. MEE as its Registered Agent to accept service of process within this State, whose registered office is located at 517 S.W. First Avenue, Fort Lauderdale, Florida 33301.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above entitled corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to the proper and complete performance of my duties.



GLENN R. MEE  
517 S.W. First Avenue  
Fort Lauderdale, FL 33301

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Prepared by:  
Glenn R. Mee, Esq.  
The Law Offices of Glenn R. Mee & Sherri B. Simpson, P.A.  
517 S.W. First Ave.  
Fort Lauderdale, FL 33301  
(954) 524-4141  
Fla. Bar No. 239119