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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
04 MAR 29 PM 12:48

7504/05/04

## TRANSMITTAL LETTER

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

SUBJECT: Mortgage Center of Smith & Associates, 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: Neal A. Sivyier, Esq.

Name (Printed or typed)

100 S. Ashley Drive, Suite 2150

Address

Tampa, FL 33602

City, State & Zip

(813) 221-4242

Daytime Telephone number

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

EFFECTIVE DATE  
03/23/04

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
04 MAR 29 PM 12:48

**ARTICLES OF INCORPORATION  
OF  
MORTGAGE CENTER OF SMITH & ASSOCIATES, INC.**

The undersigned, acting as incorporator of the captioned corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I**

**Corporate Name and Principal Office**

The name of this corporation is MORTGAGE CENTER OF SMITH & ASSOCIATES, INC. and its principal office and mailing address is 3801 W. Bay to Bay Blvd., Tampa, Florida.

**ARTICLE II**

**Commencement of Corporate Existence**

The corporation shall come into existence on the date of subscription and acknowledgment of the Articles of Incorporation.

**ARTICLE III**

**General Nature of Business**

The corporation may transact any lawful business for which corporations may be incorporated under Florida law.

**ARTICLE IV**

**Capital Stock**

The aggregate number of shares of stock authorized to be issued by this corporation shall be 100 shares of common stock, each with a par value of \$1.00. Each share of issued and

outstanding common stock shall entitle the holder thereof to fully participate in all shareholder meetings, to cast one vote on each matter with respect to which shareholders have the right to vote, and to share ratably in all dividends and other distributions declared and paid with respect to the common stock, as well as in the net assets of the corporation upon liquidation or dissolution.

## **ARTICLE V**

### **Initial Registered Office and Agent**

The street address of the initial registered office of the corporation shall be 100 S. Ashley Drive, Suite 2150, Tampa, Florida 33602, and the initial registered agent of the corporation at such address is Neal A. Sivyver.

## **ARTICLE VI**

### **Incorporator**

The name and address of the corporation's incorporator is:

#### **Name**

#### **Address**

Robert P. Glaser

3801 W. Bay to Bay Blvd.  
Tampa, Florida

## **ARTICLE VII**

### **By-Laws**


The power to adopt, alter, amend or repeal by-laws of this corporation shall be vested in its shareholders and separately in its Board of Directors, as prescribed by the by-laws of the corporation.

**ARTICLE VIII**

**Indemnification**

If in the judgment of a majority of the entire Board of Directors (excluding from such majority any director under consideration for indemnification), the criteria set forth in §607.0850(1) or (2), Florida Statutes, as then in effect, have been met, then the corporation shall indemnify any director, officer, employee or agent thereof, whether current or former, together with his or her personal representatives, devisees or heirs, in the manner and to the extent contemplated by § 607.0850, as then in effect, or by any successor law thereto.

IN WITNESS WHEREOF, the undersigned has executed these Articles this 23 day of March, 2004.

  
\_\_\_\_\_  
Robert P. Glaser

**CERTIFICATE DESIGNATING  
REGISTERED AGENT**

Pursuant to the provisions of §§ 48.091 and 607.0501, Florida Statutes, MORTGAGE CENTER OF SMITH & ASSOCIATES, INC., desiring to organize under the laws of the State of Florida, hereby designates Neal A. Sivyver, an individual resident of the State of Florida, as its Registered Agent for the purpose of accepting service of process within such State and designates 100 South Ashley Drive, Suite 2150, Tampa, Florida 33602, the business office of its Registered Agent, as its Registered Office.

**MORTGAGE CENTER OF SMITH &  
ASSOCIATES, INC.**

By:   
Robert P. Glaser, Incorporator

**ACKNOWLEDGMENT**

I hereby accept my appointment as Registered Agent of the above-named corporation, acknowledge that I am familiar with and accept the obligations imposed by Florida law upon that position, and agree to act as such in accordance with the provisions of §§ 48.091 and 607.0505, Florida Statutes.

  
Neal A. Sivyver

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