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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



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December 16, 2004

**CORPORATION NAME (S) AND DOCUMENT NUMBER (S):**

Amherst Mortgage Corporation

**Filing Evidence**

- ☒ Plain/Confirmation Copy
- ☐ Certified Copy

**Retrieval Request**

- ☐ Photocopy
- ☐ Certified Copy

**Type of Document**

- ☐ Certificate of Status
- ☐ Certificate of Good Standing
- ☐ Articles Only
- ☐ All Charter Documents to Include Articles & Amendments
- ☐ Fictitious Name Certificate
- ☐ Other

| NEW FILINGS |                   |
|-------------|-------------------|
| X           | Profit            |
|             | Non Profit        |
|             | Limited Liability |
|             | Domestication     |
|             | Other             |

| AMENDMENTS |                                    |
|------------|------------------------------------|
|            | Amendment                          |
|            | Resignation of RA Officer/Director |
|            | Change of Registered Agent         |
|            | Dissolution/Withdrawal             |
|            | Merger                             |

| OTHER FILINGS |                  |
|---------------|------------------|
|               | Annual Reports   |
|               | Fictitious Name  |
|               | Name Reservation |
|               | Reinstatement    |

| REGISTRATION/QUALIFICATION |                   |
|----------------------------|-------------------|
|                            | Foreign           |
|                            | Limited Liability |
|                            | Reinstatement     |
|                            | Trademark         |
|                            | Other             |

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**ARTICLE OF INCORPORATION**

**OF**

04 DEC 16 PM 12:17

**AMHERST MORTGAGE CORPORATION**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Article of Incorporation.

**ARTICLE I: NAME**

The name of the corporation shall be:

**AMHERST MORTGAGE CORPORATION**

The address of the principal office of this corporation shall be 39 Jewish Lane, Key Largo, FL 33037 and the mailing address of the corporation shall be 39 Jewish Lane, Key Largo, FL 33037.

**ARTICLE II: NATURE OF BUSINESS**

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

**ARTICLE III: CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time 10,000 shares of common stock having \$1.00 par value per share.

**ARTICLE IV: REGISTERED AGENT**

The street address of the initial registered office of the corporation shall be 39 Jewfish Lane, Key Largo, FL 33037, and the name of the initial registered agent of the corporation at the address is Kenneth K. Nyman, Jr.

**ARTICLE V: TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE VI: BOARD OF DIRECTORS**

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one director initially. The name and address of the initial members of the Board of Directors are:

|                       |                     |
|-----------------------|---------------------|
| Kenneth K. Nyman, Jr. | 39 Jewfish Lane     |
| Director              | Key Largo, FL 33037 |

**ARTICLE VII: OFFICERS**

The name and address of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

|                        |                     |
|------------------------|---------------------|
| Kenneth K. Nyman, Jr.  | 39 Jewfish Lane     |
| Pres./Treas./Secretary | Key Largo, FL 33037 |

**ARTICLE VIII: SPECIAL PROVISION**

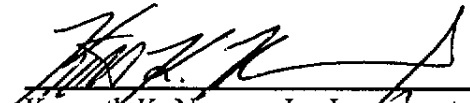
It is the intent of the Incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status as an S corporation.

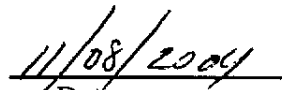
**ARTICLE IX: INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation are:

Kenneth K. Nyman, Jr.  
39 Jewfish Lane  
Key Largo, FL 33037


IN WITNESS WHEREOF, the undersigned, has hereunto set their hand and seal on.


  
Kenneth K. Nyman, Jr., Incorporator

  
Date

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED**  
**IN ARTICLES OF INCORPORATION**

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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
Kenneth K. Nyman, Jr., Registered Agent

  
Date

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