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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

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

SUBJECT: INDEPENDENCE RESIDENTIAL AND COMMERCIAL MORTGAGES, 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: POPE & BARLOGA, P.A.

Name (Printed or typed)

P.O. BOX 1609

Address

PANAMA CITY, FL 32402

City, State & Zip

850-784-9174

Daytime Telephone number

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
INDEPENDENCE RESIDENTIAL AND COMMERCIAL MORTGAGES, INC.**

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

ARTICLE I - NAME

The name of this corporation is Independence Residential and Commercial Mortgages, Inc.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares that the corporation shall have authority to issue is 1,000 shares. All such shares shall be of a single class, designated as common, and shall be without par value.

ARTICLE IV - INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the initial principal office of the corporation in the State of Florida is 2629 West 23rd Street, Panama City, FL 32405, and the name of the initial registered agent is Scott B. Barloga whose address is 438 N. Cove Blvd, Panama City, Florida 320402.

ARTICLE V - MANAGEMENT BY SHAREHOLDERS

The business of this corporation shall be managed by its shareholders rather than a Board of Directors. In the management of the business of this corporation, the act of the shareholders

representing the majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall be the act of the shareholders, except as otherwise provided for in any Shareholders' Agreement entered into. Each shareholder shall be entitled to one vote in person, or by proxy, for each share of voting stock held by him. A majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall constitute a quorum at any meeting of the shareholders for the management of the business of the corporation.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - INDEMNIFICATION

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

ARTICLE VIII - DURATION

The duration of existence of the corporation is perpetual.

ARTICLE IX- INITIAL BOARD OF DIRECTORS

The number of directors of the corporation shall be fixed by the bylaws of the corporation. The initial board of directors shall consist of 2 directors whose name and addresses are as follows:

1. George A. ViDrine, Jr., 689 Airport Avenue, Suite 1, Baton Rouge, LA 70806.
2. Kyle A. ViDrine, 19304 Point D'Woods Court, Baton Rouge, LA 70809

ARTICLE X - INCORPORATOR

The name of the person signing these Articles is Scott B. Barloga, 438 N. Cove Blvd, Panama City, FL 320401.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 10th day of May, 2006.

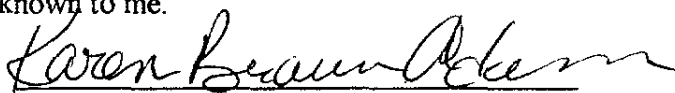
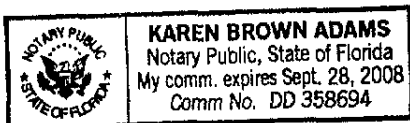


Scott B. Barloga

STATE OF FLORIDA
COUNTY OF BAY

The foregoing Articles of Incorporation of was acknowledged before me this 10th day of May, 2006, by Scott B. Barloga, who is personally known to me.

(SEAL)



KAREN BROWN ADAMS

(Print Name)

Notary Public


Commission # DD 358694

My Commission Expires: 9/28/08

ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT
OF
INDEPENDENCE RESIDENTIAL AND COMMERCIAL MORTGAGES, INC.

Having been named to accept service of process for the above-named corporation, at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of the Florida Business Corporation Act relative to keeping open said office.

Dated this 10th day of May, 2006.

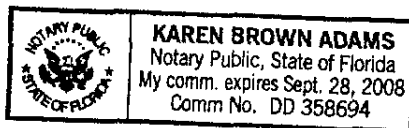


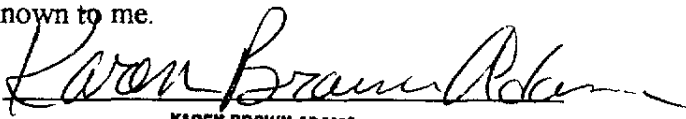
Scott B. Barloga
Registered Agent

STATE OF FLORIDA
COUNTY OF BAY

The foregoing Articles of Incorporation of was acknowledged before me this 10th day of May, 2006, by Scott B. Barloga, who is personally known to me.

(SEAL)





KAREN BROWN ADAMS
(Print Name)

Notary Public
Commission # DD358694
9/28/08

My Commission Expires: 9/28/08

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