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TALLAHASSEE

TAMPA

August 29, 2006

Florida Department of State Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassec, Florida 32301

Re:

Expert Mortgage Services, Inc.

Our File No. 585030-5

Dear Madam or Sir:

Enclosed for filing is an original and one (1) copy of the Articles of Incorporation of Expert Mortgage Services, Inc. Please file these Articles and issue a Certified Copy. A check in the amount of \$78.75 is enclosed. Upon receipt of this request, please date-stamp the copy of this letter attached, and call me when the certified copy is ready for pick-up.

Thank you for your assistance in this matter.

Sincerely,

Main Johnson Per

Paralegal

Enclosures

#### ARTICLES OF INCORPORATION

OF

#### EXPERT MORTGAGE SERVICES, INC.

The undersigned, acting as the Incorporator of EXPERT MORTGAGE SERVICES, INC., a Florida corporation (the "Corporation"), pursuant to Chapter 607 of the *Florida Statutes*, hereby forms a corporation for profit under the laws of the State of Florida and adopts the following Articles of Incorporation for the Corporation:

#### **ARTICLE I - NAME**

The name of the Corporation is EXPERT MORTGAGE SERVICES, INC. The mailing address of the Corporation shall be 2102 Companero Avenue, Orlando, Florida 32804.

#### **ARTICLE II - CORPORATE EXISTENCE**

The Corporation will exist commencing on the date of filing these Articles of Incorporation with the Florida Department of State.

#### **ARTICLE III - DURATION**

The Corporation shall exist perpetually.

#### **ARTICLE IV - PURPOSE**

The Corporation is organized for the purpose of transacting any or all lawful businesses for which corporations may be incorporated under Chapter 607, *Florida Statutes*.

#### ARTICLE V - CAPITAL STOCK

The maximum number of shares of capital stock that the Corporation is authorized to issue and have outstanding at any one time is One Thousand (1,000) shares of common stock having a par value of One Cent (\$0.01) per share.

#### ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation shall be:

301 E. Pine Street, Suite 1400 Orlando, Florida 32801

The name of the initial registered agent of the Corporation at that address shall be:

Gary S. Salzman

#### ARTICLE VII - INCORPORATOR

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

Name

<u>Address</u>

Gary S. Salzman

301 East Pine Street

Suite 1400

Orlando, Florida 32801

#### ARTICLE VIII - BYLAWS

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

#### **ARTICLE IX - AMENDMENT**

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 28<sup>th</sup> day of August, 2006.

Gary 8. Salzman, Incorporator

### CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT EXPERT MORTGAGE SERVICES, INC.

The undersigned, having been named as registered agent for the above named Corporation, at the place designated in the foregoing Articles of Incorporation, hereby accepts such designation and agrees to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of, Section 607.0505 of the *Florida Statutes*.

Gary S. Salzman

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