

EFFECTIVE DATE

JAN 3 1995

\*\* QUOTATION \*\*

995000000656

CAPITAL CONNECTION, INC.  
P.O. BOX 10349

INVOICE # SOUTH  
1/04/95  
CUSTOMER # SHEF01

TALLAHASSEE, FL 32302  
904-224-8870  
CLIENT REF # JW10

100001369151  
-01/04/95--01080--010  
\*\*\*\*122.50 \*\*\*\*122.50

CLIENT REP: JULIA WATSON

DOCUMENT FILING, W/CC, AM RUSH, SHIPPING/HANDLING  
ART WITH CERT COPY FOR:  
1) SOUTHEAST MORTGAGE ASSOCIATES, INC.

RECEIVED  
95 JAN -4 AM 11:32  
DIVISION OF CORPORATION

FILED  
95 JAN -4 PM 1:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

JAN 4 1995 BSB

ARTICLES OF INCORPORATION  
OF  
SOUTHEAST MORTGAGE ASSOCIATES, INC.

FILED  
95 JAN -4 PM 1:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation:

EFFECTIVE DATE  
JAN 3 1995

ARTICLE I

Name

Section 1.1. Name. The name of the corporation is Southeast Mortgage Associates, Inc.

ARTICLE II

Duration

Section 2.1. Duration. This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

ARTICLE III

Purposes

Section 3.1. Purposes. This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE IV

Capital Stock

Section 4.1. Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 100 shares of voting common stock.

The shares of stock may be issued for such consideration, as is determined from time to time by the board of directors, to be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation. Shares may not be issued until the full amount of consideration therefor has been paid. Thereafter, such shares shall be deemed to be fully paid and non-assessable.

## ARTICLE V

### Principal Office

The principal office and mailing address of the corporation is 10135 Deercreek Club Rd. East, Jacksonville, Florida 32256.

## ARTICLE VI

### Initial Registered Office and Agent

Section 6.1. Name and Address. The street address of the initial registered office of this corporation is 10135 Deercreek Club Rd. East, Jacksonville, Florida 32256, and the name of the initial registered agent of this corporation is Stephen C. Allen, whose address is 10135 Deercreek Club Rd. East, Jacksonville, Florida 32256.

## ARTICLE VII

### Directors

Section 7.1. Number. This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

Section 7.2. Initial Directors and Officers. The names and street addresses of the members of the first board of directors and officers of the corporation are:

<u>NAME</u>	<u>STREET ADDRESS</u>
Stephen C. Allen President	10135 Deercreek Club Rd. East Jacksonville, Florida 32256

Section 7.3. Compensation. The board of directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any directors of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

Section 7.4. Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

ARTICLE VIII

Bylaws

Section 8.1 Bylaws. The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

ARTICLE IX

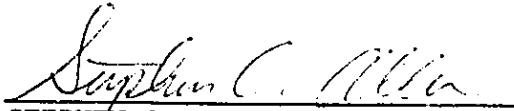
Incorporator

Section 9.1. Name and Address. The name and street address of the incorporator of this corporation is:

Stephen C. Allen

10135 Deercreek Club Rd. East  
Jacksonville, Florida 32256

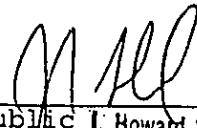
IN WITNESS WHEREOF, the incorporator has executed these Articles the 3rd day of January, 1995.

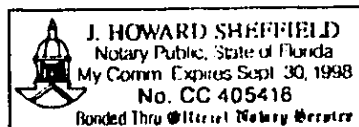
  
STEPHEN C. ALLEN

STATE OF FLORIDA

COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 3rd day of January, 1995 by Stephen C. Allen who is personally known to me ~~or has produced~~ \_\_\_\_\_  
~~as identification.~~

  
Notary Public J. Howard S. Sheffield  
My Commission expires:



**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED  
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with FLA. STAT. Sections 48.091 and 607.0501,  
the following is submitted:

**Southeast Mortgage Associates, Inc.**, desiring to organize or  
qualify under the laws of the State of Florida hereby designates  
Stephen C. Allen its registered agent to accept service of process  
within the State of Florida and the address of its registered  
office shall be 10135 Deercreek Club Rd. East, Jacksonville,  
Florida 32256.

  
STEPHEN C. ALLEN

Dated: January 3, 1995

Having been named to accept service of process for the above  
stated corporation, at the place designated in this certificate, I  
hereby agree to act in this capacity, and I further agree to comply  
with the provisions of all statutes relative to the proper and  
complete performance of my duties.

  
STEPHEN C. ALLEN

Dated: January 3, 1995

FILED  
95 JAN -4 PM 1:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA