P95000010850

FILED
95 FEB -6 AM 7:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

January 30, 1995

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32301

900001398849
-02/07/95--01031--006
****122.50 ****122.50

Courier Service to:

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Articles of Incorporation of C.P. Mortgage Depot, Inc.

Enclosed herewith please find the original and one copy of Articles of Incorporation with regard to the above referenced corporation, together with a check in the amount of $122.50 which covers the following:

1.	Filing Fee	$35.00
2.	Registered Agent Fee	$35.00
3.	Certified Copy Fee	$52.50
		$122.50

Kindly process the Articles of Incorporation and return one certified copy in the envelope provided herein.

Thank you for your courtesy and cooperation in this regard.

Sincerely,

/s/ Myles R. Minns

Myles R. Minns

MRM/tms
Encl.

n: Legal Help Associates, Inc
P.O. Box 3855
Boynton Bch, FL 33424

2/9/95

ARTICLES OF INCORPORATION
OF
C.P. MORTGAGE DEPOT, INC.

FILED
95 FEB -6 AM 7:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the Chapter 607 of the laws of the State of Florida, hereby adopt the following Articles of Incorporation.

ARTICLE I.

NAME

The name of this corporation shall be:

C.P. MORTGAGE DEPOT, INC.

ARTICLE II.

PRINCIPAL PLACE OF BUSINESS

The principal place of business and the mailing address of this corporation is:

2459 South Congress Avenue, Suite 204
West Palm Beach, Florida 33406

ARTICLE III.

CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock.

ARTICLE IV.

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2459 South Congress Avenue, Suite 204, West Palm Beach, Florida 33406, and the name of the initial registered agent of this corporation at that address is Myles R. Minns.

ARTICLE V.

TERM OF EXISTENCE

This corporation shall have perpetual existence unless dissolved pursuant to law and shall commence business as of the date of filing of these Articles of Incorporation.

ARTICLE VI.

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. Said corporation's primary purpose to be a Mortgage Brokerage Company.

ARTICLE VII.

INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by the By-Laws but shall never be less than one. The name and address of the initial director is as follows:

Myles R. Minns
2459 South Congress Avenue, Suite 204
West Palm Beach, Florida 33406

ARTICLE VIII.

INCORPORATOR

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

Myles R. Minns
2459 South Congress Avenue, Suite 204
West Palm Beach, Florida 33406

ARTICLE IX.

SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue Code, 26 U.S.C. 1361 et. esq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE X.

BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

IN WITNESS WHEREOF, the undersigned incorporator, MYLES R. MINNS, hereunto executed these Articles of Incorporation, this 1 day of FEBRUARY, 1995.

Myles R. Minns

By: MYLES R. MINNS, Incorporator\
Director of C.P. Mortgage Depot, Inc.

STATE OF FLORIDA)
)SS:
COUNTY OF Palm Beach)

BEFORE ME, the undersigned authority, personally known to me or who produced identification in the form of ______________ appeared Myles R. Minns, who, after being first duly sworn, deposes and states that he signed the foregoing Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and official seal at the State and County aforesaid, this 1 day of Feb, 1995.

[illegible]

NOTARY PUBLIC, State of Fla: [illegible]
My commission expires: [illegible] 6, 1995
[illegible]

FILED
95 FEB -6 AM
SECRETARY OF
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

Myles Minns, having a business office located at 2459 South Congress Avenue, Suite 204, West Palm Beach, Florida 33406, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Myles Minns

Myles Minns,
Registered Agent

P9500001085O

ESC THE UNITED STATES CORPORATION COMPANY

FILED
97 AUG 20 PM 1:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 502826 7116497

AUTHORIZATION Patricia Piggott

COST LIMIT : $ 35.00

ORDER DATE : August 20, 1997

ORDER TIME : 10:46 AM

ORDER NO. : 502826-005

CUSTOMER NO: 7116497

CUSTOMER: Timothy Mccabe, Esq

Suite 3c
2135 South Congress Avenue
West Palm Beach, FL 33406

Name Change Amend
400002272744--6

DOMESTIC AMENDMENT FILING

NAME: C.P. MORTGAGE DEPOT, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
____ RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS: ____

97 AUG 20 PM 12:24
RECEIVED

97 AUG 20 PM 1:27 FILED SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF C. P. MORTGAGE DEPOT, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to the articles of incorporation:

The undersigned hereby certify:

FIRST: Amendments adopted:

1. That we constitute all of the incorporators and members of the Board of Directors of **C . P. MORTGAGE DEPOT, INC.**, and that we adopt and approve the amendments of the Articles of Incorporation as herein set forth.
2. That the corporation has issued no shares.
3. That we hereby adopt and approve the following amendments of the Articles of Incorporation:
   a.) Article I - The name of the corporation is changed to **Mortgage Works Unlimited, Inc.**. The corporation will henceforth be known as **Mortgage Works Unlimited, Inc.**.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself are as follows: None

THIRD: The date of each amendment's adoption is August 14, 1997.

FOURTH: The amendments were adopted by the incorporators without shareholder action and shareholder action was not required.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation this 14th day of AUGUST, 1997.

Myles Minns

MYLES R. MINNS, President/ Incorporator

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 14th day of August, 1997, by **MYLES R. MINNS** on behalf of the corporation. He is personally known to me or has produced ________ ____________ as identification and did (did not) take an oath.

Sondra M. Inman

NOTARY PUBLIC/State of FLORIDA

My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA
OFFICIAL NOTARY SEAL
SONDRA M INMAN
COMMISSION NUMBER
CC543994
MY COMMISSION EXPIRES
MAR. 31,2000