

INFORMATION

TEL 32310

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800-342-8086

RECEIVED  
FEB 27 PM 2:19

DIVISION OF CORPORATION

32314

ACCOUNT NO. : 072100000032

REFERENCE : 549225 40850A

AUTHORIZATION :

*Patricia P. P.*

COST LIMIT : \$ 122.50

ER DATE : February 27, 1995

ER TIME : 1:08 PM

ER NO. : 549225

000001416400

OMER NO: 40850A

OMER: Steve Hefner, Legal Assistant  
ESSENTIAL LEGAL SERVICES

1506 North Taylor Road

Brandon, FL 33510

DOMESTIC FILING

*295000016158*

NAME: AMERICAN FUNDING AND  
MANAGEMENT SERVICES, INC.

FILED  
95 FEB 27 AM 8:18  
TALLAHASSEE, FLORIDA

☐ ARTICLES OF INCORPORATION  
☐ CERTIFICATE OF LIMITED PARTNERSHIP

SE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY  
☐ PLAIN STAMPED COPY  
☐ CERTIFICATE OF GOOD STANDING

EFFECTIVE DATE  
*2-24-95*

ACT PERSON: Gail L. Shelby

EXAMINER'S INITIALS:

*Tm*  
*2-28-95*  
*02/A*

EFFECTIVE DATE

2-24-95

ARTICLES OF INCORPORATION

OF

AMERICAN FUNDING AND MANAGEMENT SERVICES, INC.

FILED

95 FEB 27 AM 8:18

SECRET  
TALLAHASSEE, FLORIDA

The undersigned acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for AMERICAN FUNDING AND MANAGEMENT SERVICES, INC.

ARTICLE 1. NAME. The name of the Corporation is AMERICAN FUNDING AND MANAGEMENT SERVICES, INC. The mailing address is 17510 Willow Pond Dr., Lutz, Florida 33549.

ARTICLE 2. DURATION. The duration of the Corporation is perpetual.

ARTICLE 3. PURPOSE. The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purpose of the Corporation or necessary or desirable in order to accomplish them.

ARTICLE 4. GENERAL POWERS. The corporation shall have power:

A. To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property or any interest therein, wherever situated.

B. To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property assets.

C. To lend money to, and use its credit to assist, its officers and employees in accordance with Section 607.141, Florida Statutes.

D. To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other

foreign corporation, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.

E. To make contracts, guarantee and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bond, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchise, and income.

F. To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

G. To conduct its business, maintain its offices and exercise the powers granted it by the State of Florida, whether within or without the state.

H. To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

I. To make and alter bylaws, in a manner consistent with the laws of the State of Florida, for the administration and regulation of the affairs of the corporation.

J. To make donations for the public welfare or for charitable, scientific, or educational purposes.

K. To transact any lawful business that the Board of Directors deems to be consistent with governmental policy.

L. To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the subsidiaries, officers and employees of its subsidiaries.

M. To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise.

N. To have and exercise all powers necessary or convenient to effect its purposes.

**ARTICLE 5. CAPITAL STOCK.** The aggregate number of shares which the Corporation is authorized to issue is Five Hundred (500) shares of common stock. Such shares shall be of a single class and shall have a par value of One Dollar (\$1.00) per share. All or any part of said common stock may be paid for in cash, in property or in labor or services actually performed for the corporation and valued at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose.

All stock when issued shall be paid for and shall be non-assessable.

**ARTICLE 6. RESTRICTIONS ON CUMULATIVE VOTING.** In the election of directors of this corporation there shall be no cumulative voting of the stock entitled to vote at such election.

**ARTICLE 7. INITIAL REGISTERED OFFICE AND AGENT.** The street address of the initial Registered Office of the Corporation is:

17510 Willow Pond Dr.  
Lutz, Florida 33549

and the name of its initial Registered Agent at that address is JOSE A. DIAZ.

**ARTICLE 8. INITIAL BOARD OF DIRECTORS.** The number of Directors constituting the initial Board of Directors is two (2). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The name and address of each initial director of the Corporation is as follows:

Jose A. Diaz  
17510 Willow Pond Drive  
Lutz, Florida 33549

Caridad G. Diaz  
17510 Willow Pond Drive  
Lutz, Florida 33549

**ARTICLE 9. INCORPORATORS.** The name and address of each Incorporator is as follows:

Jose A. Diaz  
17510 Willow Pond Drive  
Lutz, Florida 33549

**ARTICLE 10. INDEMNIFICATION.** The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law.

A. No director of this Corporation shall be personally liable to the Corporation or its shareholders for monetary damages for breach of fiduciary duty as a director; provided, however, that the foregoing clauses shall not apply to any liability of a director:

1. for any breach of the director's duty of loyalty to the Corporation or its shareholders;

2. for any act or omission not in good faith or that involve intentional misconduct or a knowing violation of the law;

3. under Section 607 of the Corporation Law of the State of Florida; or

4. for any transaction from which the director derived an improper personal benefit.

B. This Article does not limit or eliminate the liability of a director for any act or omission that occurred before the time this Article became effective. Any repeal, termination, modification, or cancellation of this Article shall not terminate or adversely affect any right or protection of a director occurring before the date of repeal, termination, modification, or cancellation.

**ARTICLE 11. STOCK TRANSFER RESTRICTIONS.** Shares of capital stock of the Corporation shall be issued to the initial subscribers upon payment of the consideration determined by the Board of Directors. Shares held by each Shareholder may not be sold or otherwise transferred to other persons unless first offered to this Corporation or to the remaining Shareholders in proportion to their shares. The price, terms and other provisions regarding this restriction may be specified by written agreement among the Shareholders, which agreement may expand this Article and which may also include the Corporation as a party.

**ARTICLE 12. BYLAWS.** The power to adopt, alter, amend and repeal the Bylaws shall be vested in the Board of Directors, but all alterations, amendments and repeals of the Bylaws must be approved by a majority of the Shareholders.

**ARTICLE 13. COMMENCEMENT OF CORPORATE EXISTENCE.** In accordance with Section 607.167, Florida Statutes, the date when corporate existence shall commence is the date of subscription and acknowledgment of these Articles of Incorporation.

**ARTICLE 14. AMENDMENT OF ARTICLES.** The power to amend these Articles of Incorporation shall vest in the Stockholders and Directors, in the manner produced by the Florida Statutes.

**ARTICLE 15. PRE-EMPTIVE RIGHTS.** Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares pre-empted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his pre-emptive rights. The right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt from the corporation.

**ARTICLE 16. DIRECTOR CONFLICT OF INTEREST.**

A. No contract or other transaction between a corporation and one or more of its directors, or between a corporation and any other corporation, firm, association or other entity, in which one or more of its directors are directors or officers, or are financially interested, shall be either void or voidable for this reason alone or by reason alone that such director or directors are present at the meeting of the board of directors or of a committee thereof which approves such contract or transaction, or that his or their votes are counted for such purpose:

1. If the fact of such common directorship, officership or financial interest is disclosed or known to the board or committee, and the board or committee approves such contract or transaction by vote sufficient for such purpose without counting the vote or votes of such interested director or directors; or

2. If such common directorship, officership or financial interest is disclosed or known to the shareholders entitled to vote thereon, and such contract or transaction is approved by vote of the shareholders; or

3. If the contrast or transaction is fair and reasonable as to the corporation at the time it is approved by the board, a committee or the shareholders.

B. Common or interested directors may be counted in determining the presence of a quorum at a meeting of the board of directors or of a committee which approves such contract or transaction.

**ARTICLE 17. INFORMAL ACTION OF DIRECTORS.** If all the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be valid as though it had been authorized at a meeting of the Board of Directors.

**ARTICLE 18. INFORMAL ACTION OF SHAREHOLDERS.** Any action of the shareholder may be taken without a meeting if consent in writing setting forth the actions so taken shall be signed by Fifty-one Percent (51%) of the holders of outstanding stock and be filed with the Secretary of the corporation as part of the corporate records.

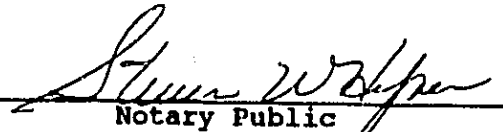
IN WITNESS WHEREOF, the undersigned incorporator has signed these Articles of Incorporation on this 24th day of February, 1995.

Jose A. Diaz  
JOSE A. DIAZ

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

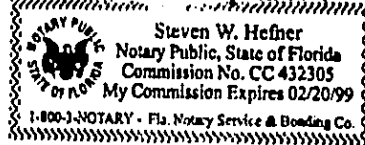
Before me, personally appeared JOSE A. DIAZ, to me personally known who did not take an oath and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and seal this 24 day of February 1995.

  
Notary Public

STEVEN W. HEFNER  
(Printed Name)

My Commission Expires:





FILED  
95 FEB 27 AM 8:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ACCEPTANCE BY REGISTERED AGENT**

The undersigned hereby accepts the appointment as Registered Agent of **AMERICAN FUNDING AND MANAGEMENT SERVICES, INC.**, which is contained in the foregoing Articles of Incorporation.

DATED this 24<sup>th</sup> day of February, 1995.

Jose A. Diaz  
**JOSE A. DIAZ**  
Registered Agent

# P95000016188

Attn: Jose Diaz

American Tax Hedger

(Requestor's Name)

4111 Land O Lakes Blvd. 303D

(Address)

Land O Lakes, FL

(City, State, Zip)

(Phone #)

346.39

OFFICE USE ONLY

(813) 996-1040

## CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
2. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
3. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
4. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)

☐ Walk in ☐ Pick up time \_\_\_\_\_

☐ Certified Copy

300001671633

-12/27/95--01033--019

\*\*\*\*\*35.00 \*\*\*\*\*35.00

☐ Mail out ☐ Will wait ☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Corrected  
per  
Jose Diaz

10/25

Handwritten signature: Name Change

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

95 DEC 26 AM 11:11

FILED

Examiner's Initials



**FLORIDA DEPARTMENT OF STATE**

Sandra B. Mortham  
Secretary of State

December 19, 1995

**JOSE A. DIAZ  
AMERICAN FUNDING AND MANAGEMENT SERVICES  
4111 LAND O LAKES BLVD., SUITE 303D  
LAND O LAKES, FL 34639**

**SUBJECT: AMERICAN FUNDING AND MANAGEMENT SERVICES, INC.  
Ref. Number: P95000016188**

We have received your document for AMERICAN FUNDING AND MANAGEMENT SERVICES, INC. and check(s) totaling \$35.00. However, your check(s) and document are being returned for the following:

Amendments for Florida profit corporations are filed in compliance with section 607.1006, Florida Statutes. Please see the enclosed information.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6902.

Linda Stitt  
Corporate Specialist

Letter Number: 095A00054552

**AMERICAN FUNDING AND MANAGEMENT SERVICES, INC.**  
4111 Land O Lakes Blvd, Suite 303D  
Land O Lakes, FL. 34639  
813-996-1040  
813-996-3502 FAX

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

re: amendment  
name change

December 7, 1995

Dear Sir:

Pursuant to a meeting of the shareholders with a quorum present, it was voted and ratified that the name be changed from American Funding and Management Services, Inc. to:

**AMERICAN MORTGAGE SERVICES, INC.**

This name was available as per name availability as of December 6, 1995.

The meeting was called to order by the chairman, Jose A. Diaz.

There are no other changes of any kind to the corporation other than a name change.

A check for \$35.00 is enclosed so that an amendment to the original articles may be inserted.

Dated: December 7, 1995

Signed: 

President/Chairman, Jose A. Diaz  
Principal Broker

W95-24529

00308, 00689, 00671

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF**

**FILED**  
95 DEC 26 AM 11:11  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

AMERICAN FUNDING AND MANAGEMENT SERVICES, INC.  
(present name)

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

**FIRST:** Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

ARTICLE NO. # 1

The new name shall be AMERICAN MORTGAGE SERVICES, 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:

**THIRD:** The date of each amendment's adoption: 12/22/95

**FOURTH: Adoption of Amendment(s) (CHECK ONE)**

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.  
*The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*


"The number of votes cast for the amendment(s) was/were  
sufficient for approval by \_\_\_\_\_"  
voting group

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 22 of December, 19 75

Signature



(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Jose A Diaz

Typed or printed name

President

Title

APPLICATION  
FOR  
REINSTATEMENT



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State  
DIVISION OF CORPORATIONS

DOCUMENT #

95000016188

1 Corporation Name

AMERICAN MORTGAGE SERVICES, INC.

Principal Place of Business

Mailing Address

21218 Mariner Place  
Lutz, Fl 33549

same

If above addresses are incorrect in any way, line through incorrect information and enter correction below.

2. New Principal Office Address, If Applicable

3. New Mailing Address, If Applicable

Suite, Apt. #, etc.

Suite, Apt. #, etc.

City & State

City & State

Zip

Country

Zip

Country

REINSTATEMENT

DO NOT WRITE IN THIS SPACE

96 SEP 11 AM 7:29

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

APPROVED

4. Date Incorporated or Qualified  
To Do Business in Florida  
February 1995

5. FEI Number  
59-3300891

Applied For

Not Applicable

6. CERTIFICATE OF STATUS DESIRED ☐

7. Names and Street Addresses of Each Officer and/or Director (Florida nonprofit corporations must list at least 3 directors)

1 Title(s)	2 Name of Officers and/or Directors	3 Street Address of Each Officer and/or Director (Do NOT Use Post Office Box Numbers)	4 City / State / Zip
Pres	Jose A Diaz	7243 Woodbrook Drive	Tampa, Fl 33625
VP	Michael L Adams	1638 Sand Hollow Lane	Valrico, Fl 33594
Sec	Caridad G Diaz	7243 Woodbrook Drive	Tampa, Fl 33625
			200001956012 -09/25/96--01023--050 ***375.00 ***375.00

8. Name and Address of Current Registered Agent

9. Name and Address of New Registered Agent

Jose A Diaz  
7243 Woodbrook Drive  
Tampa, Fl 33625

Name

Street Address (P.O. Box Number is Not Acceptable)

Suite, Apt. #, Etc.

City

State  
FL

Zip Code

10. I, being appointed the registered agent of the above named corporation, am familiar with and accept the obligations of Section 607.0505, F.S.

Signature of  
Registered Agent

REGISTERED AGENT MUST SIGN

Date 9-6-96

11. Does this corporation pay any intangible tax to the  
Dept. of Revenue under S. 199.032, Florida Statutes. Yes ☐ No ☒

(See other side for information  
on intangible tax.)

12. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(k) in the event that the information supplied is deemed exempt from public access. I certify that I am an officer or director or the receiver or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filing this reinstatement application the reason for dissolution has been eliminated, the corporate name satisfies the requirements of section 607.0401 or 617.0401, F.S., and that all fees owed by the corporation have been paid. The information indicated on this application is true and accurate, and my signature shall have the same legal effect as if made under oath.

SIGNATURE

Jose A Diaz

9-6-96

813-949-5626

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date

Deputy Phone #

CR2004112211