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#### FEDERAL EXPRESS

Department of State Croporate Records Bureau 409 E. Gaines Street Tallahassee, Florida 32301

900001428429 -03/07/95--01132--009 \*\*\*\*122.50 \*\*\*\*122.50

Dear Sirs:

Re:

INTERNATIONAL MORIGAGE CORPN.,

Please file the enclosed original Articles of Incorporation for above corporation and return certified copy to me by Federal Express, billing my Federal Express Account, No. 1181-2574-6. A completed airbill is enclosed for your convenience.

Also enclosed is check for \$122.50, filing fee.

I look forward to your early response.

Sincerely,

TIELEN M. ROPER

HMR:dtr

Encls.

#### ARTICLES OF INCORPORATION

#### **FOR**

#### INTERNATIONAL MORTGAGE CORP.

The undersigned incorporator, for the purposes of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE 1 NAME	(n 1 3
The name of the corporation shall be	জ নি ই
INTERNATIONAL MORTGAGE CORP.	(1-2) (1-3) (1-3) (1-3) (1-3) (1-3)
ARTICLE II <u>DURATION</u>	PH I:

ARTICLE III PURPOSE

The corporation shall have a perpetual existence.

The purpose of this Corporation is to engage in any or all lawful business for which corporations may be incorporated under the laws of the United States and Florida.

#### ARTICLE IV PRINCIPAL OFFICE

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

571 N.W. 183rd Street Miami, Florida 33169

#### ARTICLE V CAPITAL STOCK

The maximum number of shares which this corporation is authorized to have outstanding at any time is 7,500 shares of common stock having a par value of One Dollar.

#### ARTICLE VI INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

HBLEN M. ROPER 571 N.W. 183rd Street Miami, Florida 33169

#### ARTICLE VII PRE-EMPTIVE RIGHTS

The holders of the common stock of this corporation shall have pre-emptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, those shares of common stock of the corporation which may be issued from time to time for money, property or past services in addition to that stock authorized and issued by the corporation. The pre-emptive right to any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder and all shares or common stock currently authorized and issued.

#### ARTICLE VIII INCORPORATOR(S)

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

CYNTHIA BLAKE - PRESIDENT 2921 N.W. 190th STREET MIAMI, FLORIDA 33055

BRIAN JOHNSON 3042 N.W. 185 STREET MIAMI, FLORIDA 33055

MARSHA DIXON 1056 N.W. 81st TERRACE PLANTATION, FLORIDA 33322

#### ARTICLE IX INITIAL BOARD OF DIRECTORS

The Board of Directors shall consist of not more than five nor less than one member at any time, but the number of directors may be increased or decreased from time to time by vote of the stockholders. The initial Board of Directors shall consist of

BRIAN JOHNSON - DIR. 3042 NW 185 Street MIAMI, FLORIDA 33055 CYNTHIA BLAKE - President 2921 N.W. 190th STREET MIAMI, FLORIDA 33055

MARSHA DIXON - DIR. 1056 NW 81st Terrace MIAMI, FLORIDA 33055

Bodan Johnson

The foregoing Articles of Incorporation were acknowledged before me this 2.1 day of 71 cc , 1995.

NOTARY PUBLIC, STATE OF PLORIDA

My Commission Expires:

OFILE PEB. 10,1998

#### ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for INTERNATIONAL MORTGAGE CORP., at the place designated in Article VI, HELEN M. ROPER agrees to accept this capacity, and agrees to comply with the provisions of Section 48.091 relative to keeping open such office.

Dated: /

Mar 2, 1995

HELEN M. ROPER REGISTERED AGENT

CHETARY OF STATE

# P950000/9262 HELEN M. ROPER, ESQ. ATTORNIA AT LAW Sol NW 184 STRIET MIAMI FL 13160 OFFICE USE ONLY

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CR2E031(10/92)

Other

October 23, 1995



The Board of Directors INTERNATIONAL MORTGAGE CORPORATION 3600 S. State Road 7, \$204 Miramar, FL 33023

Dear Sirs:

I hereby tender my resignation as director/ of INTERNATIONAL MORTGAGE CORPORATION with immediate effect.

Yours truly,

CYNTHIA BLAKE

c.c. Secretary of State, Tallahassee, FL

### HELEN M. ROPER, ESQ. ATTORNET AT LAW

MIAMER BIN

# 642000<sub>646</sub>4363

October 23, 1995

200001634972 -11/14/95--01026--011 \*\*\*\*\*35.00 \*\*\*\*\*35.00

SECRETARY OF STATE Division of Corporations P. O. Box 6327 Tallahassee, Florida 32314

Dear Sir:

RE: INTERNATIONAL MORTGAGE CORPORATION P95000019262

Please file the enclosed Statement Of Change Of Registered Office of and Resolution relative to above corporation. Filing fee of \$35.00 is enclosed.

Sincerely,

HELEN M. ROPER HMR/cmb

Encl.

#### Florida Department of State, Jim Smith, Secretary of State

## STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Torida Statutes, the undersigned corporation organized under the laws of the State of FLORIDA submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.
ta. The name of the corporation is: INTERNATIONAL MORTGAGE CORP
1b. Date of incorporation MARCH 1 1995 Document number P 95000019262
The name and address of the current registered agent and office:
HELEN M. ROPER
571 NW 183 Street, Miami, FL 33169
3. The name and address of the new registered agent and office:  (P.O. Box Not Acceptable)
MARSHA DIXON
3600 S. STATE ROAD 7, SUITE 204, MIRAMAR, FL 33023
The street address of its registered agent and the street address of the business office of its registered agent as changed will be identical.  Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.  CYNTHIA BLAKE, PRESIDENT  Typed or printed name and title  DATE
HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.
SIGNATURE Manha Line  DATE 11 6 9 6 9 6 9 6 9 6 9 6 9 6 9 6 9 6 9

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

CR2E045 (7-91) FILING FEE: \$35.00

# P45000019262

HELEN M. ROPER, ESQ. ATTORNEY AT LAW

S6I NW 183 STREET MIAMI, FL 33169

(305) 653-1450 FAX (305) 653-2359

CERTIFIED MAIL

October 23, 1995

THE SECRETARY OF STATE Director of Corporations P. O. Box 6327 Tallahassee, Florida 32314

500001621875 -10/27/95--01008--001 \*\*\*\*\*\*70.00 \*\*\*\*\*\*35.00

Dear Sir:

## RE: INTERNATIONAL MORTGAGE CORPORATION P95000019262

Enclosed are resignations of two (2) directors, which please file in your records. Enclosed is \$70.00 to cover \$35.00 filing fee for each one.

Please send me receipt in the enclosed stamped, self-addressed envelope.

Sincerely,

HELEN M. ROPER

HMR/cmb

Encl.

cc: International Mortgage Corporation

SECRETARY OF STATE
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Miss.

October 23, 1995

OINISION 26 MIO: 35

The Board of Directors International Mortgage Corporation 3600 S. State Road 7, \$204 Miramar, FL 33023

Dear Sirs:

I hereby tender my resignation as director of INTERNATIONAL MORTGAGE CORPORATION with immediate effect.

Yours truly,

Brian Johnson

c.c. Secretary of State, Tallahassee, FL