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P9500031823

ACCOUNT NO. : 07100000052

REFERENCE : 583864 9451A

AUTHORIZATION : *Patricia Pyzato*

COST LIMIT : \$ 131.25

ORDER DATE : April 24, 1995

ORDER TIME : 9:55 AM

ORDER NO. : 583864

CUSTOMER NO: 9451A

000001462920

CUSTOMER: William Joseph Morrison, Esq
BATTAGLIA ROSS DICUS &
WEIN P.A.
First Union Building
980 Tyrone Boulevard
St. Petersburg, FL 33710

DOMESTIC FILING

NAME: HOME SAVING MORTGAGE
CORPORATION

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

CONTACT PERSON: Jennifer Moran

EXAMINER'S INITIALS:

T. BROWN APR 24 1995

FILED
95 APR 24 PM 1:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NR 795-10600

**ARTICLES OF INCORPORATION
OF
HOME SAVING MORTGAGE CORPORATION**

FILED
95 APR 24 PM 1:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

**ARTICLE I
CORPORATE NAME**

The name of the corporation is HOME SAVING MORTGAGE CORPORATION

**ARTICLE II
DURATION**

The period of its duration is perpetual.

**ARTICLE III
PURPOSE**

The purpose is to engage in any activities or business permitted under the laws of the United States and the state of Florida.

**ARTICLE IV
CAPITAL STOCK**

The corporation is authorized to issue one thousand (1000) shares, all of one class, at \$1.00 par value.

**ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT**

The name and address of the initial registered agent and office of the corporation are as follows:

RESIDENT AGENT CORPORATION
OF PINELLAS COUNTY
980 Tyrone Boulevard
St. Petersburg, Florida 33710

**ARTICLE VI
CORPORATE ADDRESS**

The street address of the initial principal office of the corporation is as follows:

7250 Ulmerton Road
Largo, FL 34641

**ARTICLE VII
INITIAL BOARD OF DIRECTORS**

The corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the corporation in the manner provided by law, but shall never be less than one (1).

The name and address of the initial director of the corporation is:

<u>Name</u>	<u>Address</u>
JOHN TSAVARIS	5011 S. Elberon St. Tampa, FL 33611

**ARTICLE VIII
INCORPORATOR**

The name and address of the Incorporator signing these Articles of Incorporation is:

JOHN TSAVARIS
5011 S. Elberon St.
Tampa, FL 33611

**ARTICLE IX
AMENDMENT OF BYLAWS**

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

**ARTICLE X
INDEMNIFICATION**

The corporation may be empowered by resolution of the Board of Directors to indemnify any officer or director, or any former officer or director, in the manner set out and provided for in the Bylaws of the corporation, pursuant to the provisions of Section 607.0850 of the Florida Statutes, as amended.

**ARTICLE XI
INFORMAL ACTION OF DIRECTORS**

If a majority of 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 as part of the corporate records, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

**ARTICLE XII
AMENDMENT OF ARTICLES**

The power to amend these Articles of Incorporation shall be vested in the Board of Directors.

**ARTICLE XIII
TELEPHONE MEETINGS**

Members of the Board of Directors or the Executive Committee shall be deemed present at a meeting if a conference telephone or similar communications equipment, by means of which all persons participating in the meeting can hear each other, is used.

**ARTICLE XIV
DIRECTOR QUORUM AND VOTING**

A majority of the directors shall constitute a quorum for a meeting of the directors of the corporation. If a quorum is present, the affirmative vote of a majority of the directors present or, if a director or directors have abstained from voting because of an interest in the matter to be voted upon, the affirmative vote of a majority of the directors present and voting, shall be the act of the Board of Directors.

**ARTICLE XV
DIRECTOR CONFLICT OF INTEREST**

A. No contract or other transaction between the corporation and one (1) or more of the directors, or between the corporation and any other corporation, firm, association or other entity, in which one (1) or more of the 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

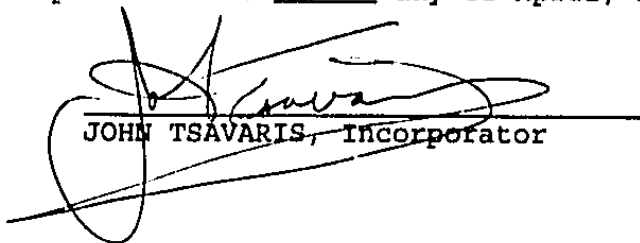
3. If the contract or transaction is fair and reasonable as to the corporation at the time it is approved by the Board, a committee or the shareholders.

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 XVI
INFORMAL ACTION OF SHAREHOLDERS**

Any action of the shareholders may be taken without a meeting if consent in writing setting forth the actions so taken shall be signed by the holders of outstanding stock having not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shares entitled to vote thereon were present and voted, and filed with the Secretary of the corporation as part of the corporate records.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation the 7 day of April, 1995.


JOHN TSAVARIS, Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

Before me personally appeared on this 7th day of April, 1995, JOHN TSAVARIS, who is personally known to me ~~or has produced~~ _____ as identification, and who acknowledged to and before me that he executed the foregoing Articles of Incorporation as Incorporator.

NOTARY PUBLIC

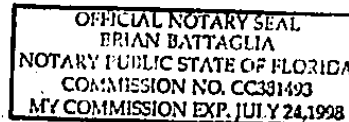


PRINT NAME:

State of Florida (SEAL)

Commission No.:

My Commission Expires:



I HEREBY acknowledge that I am familiar with and accept the duties and responsibilities as Registered Agent for the corporation.

FILED
95 APR 24 PM 1:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RESIDENT AGENT CORPORATION OF PINELLAS
COUNTY, Registered Agent

By: Howard P. Ross
HOWARD P. ROSS, Vice-President

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, personally appeared HOWARD P. ROSS, Vice President of the Resident Agent Corporation of Pinellas County, who is personally known to me, and who acknowledged to and before me that he executed the foregoing Articles of Incorporation as Registered Agent for the corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 21st day of April, 1995.

NOTARY PUBLIC

John C. Giacoletti
PRINT NAME: John C. Giacoletti
State of Florida (SEAL)
Commission No.:
My Commission Expires:

NOTARY PUBLIC, STATE OF FLORIDA,
MY COMMISSION EXPIRES: August 24, 1995,
BONDED THRU NOTARY PUBLIC UNDERWRITERS.

P95000031823

Battaglia, Ross, Dicus & Wein, P.A.
Attorneys at Law

Anthony A. Battaglia
Edward P. Ross
Anthony C. Dicus, Jr.
Stephen J. Wein
Nellie Hanks Smith
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Edwin D. Jagger
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James M. Dicus
Mark H. Wein
Christopher D. Stange, II
Raymond L. Joffe

† Board Certified Civil Trial and Business Litigation Lawyers

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*****35.00 *****35.00

May 19, 1997

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

RE: Unanimous Written Consent
HOME SAVING MORTGAGE CORPORATION

Dear Sirs or Madams:

Please file the enclosed original Unanimous Written Consent of Stockholders and Directors for the above referenced corporation. Also enclosed is our check in the amount of \$35.00 to cover the cost of filing this document as an Amendment to the Articles of Incorporation. Please find also a return envelope for your convenience in returning proof of the filing to our office.

Thank you in advance for your attention to this matter. If you have any questions, please do not hesitate to contact our office at 813-381-2300.

Sincerely,
BATTAGLIA, ROSS, DICUS & WEIN, P.A.

John C. Giacoletti

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN 24 AM 10:37

Amend
JUN 24 1997

Battaglia, Ross, Dicus & Wein, P.A.
Attorneys at Law

Anthony A. Battaglia
 Edward P. Ross
 Anthony P. Dicus, Jr.
 Stephen J. Wein
 Keith Stanley Gault
 Brian P. Battaglia
 Leonard Smith
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 E-Mail: info@lclaw.com

2120 W. Martin Luther King Blvd.
 Tampa, Florida 33607

Tampa Tallahassee
 (813) 577-2217 (904) 577-1230

Reply to:

June 16, 1997

Secretary of State
 Division of Corporations
 409 E. Gaines Street
 Tallahassee, FL 32399

Re: HOME SAVING MORTGAGE CORPORATION

Dear Sirs or Madams:

Please file the enclosed Articles of Amendment to Articles of Incorporation of Home Saving Mortgage Corporation. A check in the amount of \$35.00 was sent to your office on May 19, 1997 along with the Unanimous Written Consent which was returned to our office unrecorded, along with instructions on how to amend articles of incorporation.

If there are any further questions or concerns please do not hesitate to contact our office at 813-381-2300. Thank you.

Sincerely,

Michelle Cotton
 Michelle Cotton
 Enclosure



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

June 2, 1997

JOHN C. GIACOLETTI, ESQ.
BATTAGELIA, ROSS, DICUS & WEIN, P.A.
P. O. BOX 41100
ST. PETERSBURG, FL 33743-1100

SUBJECT: HOME SAVING MORTGAGE CORPORATION
Ref. Number: P95000031823

We have received your document for HOME SAVING MORTGAGE CORPORATION and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

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) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 797A00029656

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

HOME SAVING MORTGAGE CORPORATION

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit 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)*

- IV. 1. CAPITAL STOCK. The Corporation is authorized to issue one hundred one thousand (101,000) shares, all of one class, at \$1.00 par value.

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:

Total Authorized Issue for Stock changed from 1,000 shares to 101,000 shares.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN 24 AM 10:37

THIRD: The date of each amendment's adoption: May 15, 1997

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 6 day of June, 19 97

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)

John Tsavaris

Typed or printed name

Sole Director

Title

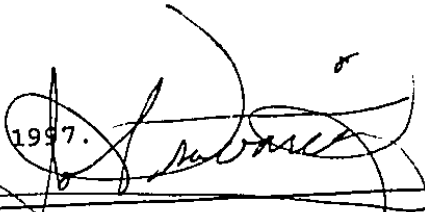
**UNANIMOUS WRITTEN CONSENT
OF STOCKHOLDERS AND DIRECTORS
OF HOME SAVING MORTGAGE CORPORATION
IN LIEU OF SPECIAL MEETING**

The undersigned, being the Sole Stockholder and the sole Director of HOME SAVING MORTGAGE CORPORATION, a Florida corporation (the "Corporation"), hereby takes the following action by unanimous written consent in lieu of a Special Meeting of the Stockholders and Board of Directors, pursuant to Sections 607.0704 and 607.0821 of the Florida Business Corporation Act:

RESOLVED, that Article IV of the Articles of Incorporation of HOME SAVING MORTGAGE CORPORATION be and it hereby is amended to read as follows:

1. CAPITAL STOCK. The corporation is authorized to issue one hundred one thousand (101,000) shares, all of one class, at \$1.00 par value.

DATED on the 15 of May, 1997.



John Tsavaris, Chairman, Sole
Stockholder and Sole Director