

MICHAEL D. MILLHORN
Attorney at Law

P95000031986

416 County Road 25
Lady Lake, Florida 32159
(904) 753-9333
Fax (904) 753-9390

April 7, 1995

Secretary of State
Corporation Division
Post Office Box 6327
Tallahassee, Florida 32314

FILED
95 APR 20 PM 8 33
TALLAHASSEE, FLORIDA

RE: FLORIDA FINANCING SERVICES, INC.

Gentlemen:

Enclosed herewith is the executed original and one copy of the Articles of Incorporation for the above-referenced corporation.

I have also enclosed my check made payable to the Secretary of State in the amount of \$122.50 to cover the costs of the following:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Designation	<u>35.00</u>
TOTAL	\$ 122.50

Please return the certified copy to my office.

Thank you for your kind cooperation.

Very truly yours


Michael D. Millhorn

mew
Enclosures

000001452940
-04/11/95--01040--008
****122.50 ****122.50

789,502.671
W95-5124

ATG
4-28



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 17, 1995

MICHAEL D. MILLHORN ATTORNEY AT LAW
416 COUNTY ROAD 25
LAKE LADY, FL 32159

SUBJECT: FLORIDA FINANCING SERVICES, INC.
Ref. Number: W9500008124

We have received your document for FLORIDA FINANCING SERVICES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6973.

AMANDA HERRING
Document Specialist

Letter Number: 595A00017694

FILED
APR 20 1995
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

FLORIDA LENDING SERVICES, INC.

THE UNDERSIGNED, for the purpose of forming a Corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation.

Article I - Name

The name of the corporation is:

FLORIDA LENDING SERVICES, INC.;

and the principal mailing address of the corporation is:

416 County Road 25
Lady Lake, Florida 32159

Article II - Purpose

The general purpose for which the Corporation is organized is to include the transaction of any and all lawful business for which Corporations may be incorporated under the Florida General Corporation Act, the laws of the State of Florida or of the United States of America.

Article III - Duration

The duration of the Corporation is to be perpetual. The date and time of the corporate existence is the time these Articles of Incorporation are filed with the Secretary of State's office.

Article IV - Capital Stock

This Corporation is authorized to issue 500 shares of One Dollar (\$1.00) par value common stock which shall be designated "Common Shares."

Article V - Initial Registered Office and Agent

The street address of the initial registered office of this Corporation: is 416 County Road 25, Lady Lake, Florida, and the name of the initial registered agent of this Corporation at that office is: Michael D. Millhorn, Esquire, Attorney at Law.

Article VI - Initial Board of Directors

This Corporation shall have Two Directors. The number of Directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one and not more than five. The name and address of the initial Director of this Corporation is as follows:

P. Wayne Dill, 1744 S.E. 39th Terrace, Ocala, Florida 34471

Paul E. Fletcher, 16 Almond Way, Ocala, Florida 34472

Article VII - Incorporator

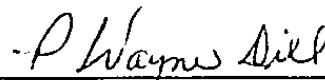
The name and address of the person signing these Articles of Incorporation is:

P. Wayne Dill, 1744 S.E. 39th Terrace, Ocala, Florida 34471

Article VIII - Amendment

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholder is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 31 day of March, 1995.



P. Wayne Dill

95 MAR 20 11 33
FILED
SEAL
MILLHORN

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION AT THE PLACE DESIGNATED IN ARTICLE V OF THESE
ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN
THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF
ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HIS
DUTIES.

DATED THIS 31 DAY OF MARCH, 1995.

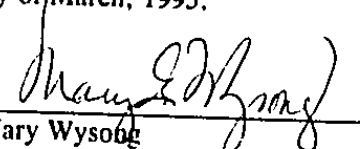

MICHAEL D. MILLHORN

STATE OF FLORIDA
COUNTY OF LAKE

BEFORE ME, a Notary Public authorized in the State and County set forth above,
personally appeared P. Wayne Dill, known to me and known by me to be the person who, as
Incorporator, executed the foregoing Articles of Incorporation of FLORIDA LENDING
SERVICES, INC., and he acknowledged before me that he executed these Articles of
Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the
State and County aforesaid, this 31 day of March, 1995.

(SEAL)


Mary Wysong
NOTARY PUBLIC
My Commission Expires:



MARY E. WYSONG
MY COMMISSION # CC230599 EXPIRES
May 31, 1997
BONDED THRU TROY FARM INSURANCE, INC.

KLEIN & KLEIN

Attorneys at Law
333 N.W. 3rd Avenue
Ocala, Florida 34475

Phone (904) 732-7780
Fax (904) 732-7754

October 20, 1995

Harvey R. Klein
Randolph Klein

P95000031986

4000001618904
-10/24/95--01077--019
*****35.00 *****35.00

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

Re: Florida Lending Services, Inc.

Gentlemen:

Enclosed is completed and signed Statement of Change of Registered Office or Registered Agent or Both for Corporations. together with check in the sum of \$35.00 for filing fee.

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

Very truly yours,

H. RANDOLPH KLEIN



HRK/sg

Enclosures

FILED
95 OCT 24 PM 1:29
TALLAHASSEE, FLORIDA

OK
P95000031986
PACW
10-24-95

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,
Florida 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.

1a. The name of the corporation is: FLORIDA LENDING SERVICES, INC.

1b. Date of incorporation April 20, 1995 Document number P95000031986

2. The name and address of the current registered agent and office:

MICHAEL D. MILLHORN, 416 County Road 25, Lady Lake, FL 32159

3. The name and address of the new registered agent and office:
(P.O. Box Not Acceptable)

H. RANDOLPH KLEIN, 333 N.W. 3 Avenue, Ocala, FL 34475

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.

P. Wayne Dill

SIGNATURE

October 18, 1995

DATE

P. WAYNE DILL, PRESIDENT

Typed or printed name and title

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 COM-
PLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT
THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

H. Randolph Klein
(Registered Agent)

DATE October 18, 1995

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

CR2E045 (7-91)

FILING FEE: \$35.00