

P95000032752

LAW OFFICES OF
ROSE M. SHEEHAN, P.A.

BROWARD COUNTY OFFICE
1000 WEST McNAB ROAD
SUITE 107
POMPANO BEACH, FLORIDA 33069
TEL: (305) 783-2232
FAX: (305) 783-2645

DADE COUNTY OFFICE
8603 S. DIXIE HIGHWAY
SUITE 303-A
MIAMI, FLORIDA 33143
TEL: (305) 661-3700
FAX: (305) 667-8111

Please Reply to:

Date _____
Broward XXXXX

Via Federal Express 4523566364

April 14, 1995

Secretary of State
Division of Corporation
George Firestone Bldg.
409 E. Gaines Street
Tallahassee, Florida 32399

900001458149
-04/17/95--01080--004
****122.50 ****122.50

Re: U.S. Mortgage Investment Fund, Inc.

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for U.S. Mortgage Investment Fund, Inc. for filing. I am also enclosing a check in the amount of \$122.50 to cover the filing fees for same. Upon the filing of these Articles, please forward a certified copy of same to the registered agent at the following address:

Rose M. Sheehan, Esq.
Law Offices of Rose M. Sheehan, P.A.
1000 W. McNab Road, Suite 107
Pompano Beach, Florida 33064

Thank you.

Sincerely,

Vicki A. Evans

Vicki A. Evans
Closing Coordinator

Encs.

W95-8488
bt
4/27



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 20, 1995

ROSE M. SHEEHAN, ESQ.
1000 W. MCNAB RD., STE. 107
POMPANO BEACH, FL 33064

SUBJECT: U.S. MORTGAGE INVESTMENT FUND, INC.
Ref. Number: W9500008488

We have received your document for U.S. MORTGAGE INVESTMENT FUND, 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 registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

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) 487-6924.

Sharon Tala
Document Specialist Supervisor

Letter Number: 095A00018617

4/25/95

Dear Sir or Madam:

The above items have been corrected.
Accordingly, please file these
Articles. Thank you.

Vicki A. Evans

ARTICLES OF INCORPORATION
OF
U.S. MORTGAGE INVESTMENT FUND, INC.

55 MAR 23 1960
RECORDED
INDEXED

ARTICLE I - NAME

The name of this of this corporation is:
U.S. MORTGAGE INVESTMENT FUND, INC.

ARTICLE II - DURATION

This term of existence of the corporation is perpetual.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of

- (1) Transacting any or all lawful business.
- (2) To acquire by purchase, or otherwise, for investment or resale, and to own, operate, subdivide, lease, let, mortgage, sell and otherwise dispose of, for cash or on credit by conveyance, agreement for deed, or other lawful instrument, real estate, or mixed property, located in the State of Florida, or elsewhere and generally to deal in and traffic as owner, agent or broker, in real estate personal and mixed property and any interest or estate therein, including subdivision, apartment houses, residences, stores, office buildings, manufacturing sites, and the lots or parcels of land upon which they may be located, and to create, own, lease, sell, operate and deal in freehold and leasehold

estates of any and all character whatsoever, and to an investor in real and personal property.

(3) To lend and borrow money, be a surety, execute bonds and to execute and deliver, accept, take and receive notes, bonds, debentures or other evidence thereof, and mortgages, trust deeds, pledges, and or other securities for the payment of same.

(4) To acquire by purchase, subscription, or otherwise, and mortgage, pledge, or otherwise dispose of bonds, notes or other securities or evidences of indebtedness, and the shares of capital stock created and issued by any other corporation or corporations, association or associations, and to purchase, hold, sell, assign, transfer, mortgage, pledge, or otherwise dispose of any bonds or other securities or evidence created by or issued by any other corporation or corporations, association or associations, and while the owner of such stock, to exercise all rights, powers and privileges as such ownership, including the right to vote the same, and to do any and all lawful acts or things designed to protect, preserve, improve, or enhance the value of any such bonds, stocks, or other securities or evidence of indebtedness and to guarantee dividends upon shares of the capital stock of any corporation in which this corporation, at any time, may be interested as a stockholder thereof, and to endorse or otherwise guarantee the principal and interest, or either thereof, of notes, bonds

or other evidences of indebtedness created by issue of such corporation; to deal in its own stocks or brokerage business.

ARTICLE IV - PRINCIPAL OFFICE

The address of the principal office of the corporation is 2574 N.W. 88th Terrace, Coral Springs, Florida 33065.

ARTICLE V - REGISTERED OFFICE

The address of the initial registered office of the corporation is 2574 N.W. 88th Terrace, Coral Springs, Florida 33065.

ARTICLE VI - CAPITAL STOCK

The aggregate number of shares the corporation has authority to issue is One Thousand (1,000), which shall be common shares with the par value of One Dollar (\$1.00) per share.

ARTICLE VII - DIRECTORS

The Board of Directors of the corporation shall consist of not less than (2) members as fixed and determined from time to time by the shareholders.

The name and post office address of the initial Director of this corporation is:

ROSE M. SHEEHAN

2574 N.W. 88th Terrace
Coral Springs, Florida 33065

ARTICLE VIII - INCORPORATOR

The name and post office address of the incorporator is:

ROSE M. SHEEHAN

2574 N.W. 88th Terrace
Coral Springs, Florida 33065

ARTICLE IX - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

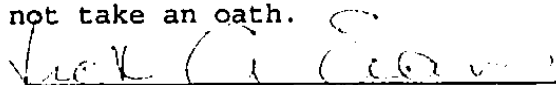
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 14th day of April, 1995.

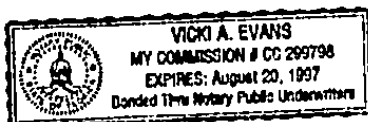

ROSE M. SHEEHAN

STATE OF FLORIDA

COUNTY OF DADE

The foregoing instrument was acknowledged before me this 14th day of April, 1995, by ROSE M. SHEEHAN, who is personally known to me and who did not take an oath.


Notary Public
Commission Number: _____
My Commission expires: _____



/4

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That U.S. MORTGAGE INVESTMENT FUND, INC., a corporation desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Coral Springs, County of Broward, State of Florida, has named ROSE M. SHEEHAN, located at 2574 N.W.. 88th Terrace, Coral Springs, Florida 33065, as its registered agent to accept service of process within Florida.

Rose M. Sheehan
ROSE M. SHEEHAN, Incorporator

4/14/95
STATE
OF FLORIDA

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Rose M. Sheehan 4/14/95
(Registered Agent)