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TO: DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE  
STATE OF FLORIDA  
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TALLAHASSEE, FL 32399  
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
NAME: INTERNATIONAL MORTGAGE CAPITAL CORPORATION  
FAX AUDIT NUMBER: H95000004810  
DATE REQUESTED: 04/28/1995  
CERTIFIED COPIES: 1  
NUMBER OF PAGES: 5  
ESTIMATED CHARGE: \$122.50

CURRENT STATUS: REQUESTED

TIME REQUESTED: 15:11:27

CERTIFICATE OF STATUS: 0

METHOD OF DELIVERY: FAX

ACCOUNT NUMBER: 072450003266

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ARTICLES OF INCORPORATION

OF

INTERNATIONAL MORTGAGE CAPITAL CORPORATION

I, the undersigned, hereby associate myself for the purpose of becoming a corporation under the provision of the General Corporation Act of the State of Florida.

ARTICLE I

NAME OF THE CORPORATION SHALL BE:

INTERNATIONAL MORTGAGE CAPITAL CORPORATION

ARTICLE II

This corporation shall have perpetual existence unless dissolved voluntarily or involuntarily.

ARTICLE III

The general purpose for which this corporation is organized shall include all transactions of any and all lawful business permitted under the General Business Corporation Act and the laws of the State of Florida.

ARTICLE IV

The initial capital of this corporation shall be in excess of \$500.00.

This instrument prepared by:  
The Law Offices of Barry T. Shevlin, Esq.  
1111 Kane Concourse, Suite 605  
Bay Harbour Islands, Florida 33154  
(305) 848-0504  
Fl. Bar No. 511387

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ARTICLE V

The maximum number of shares of capital stock that this corporation is authorized to issue is 500 shares of common stock, having a par value of (\$1.00) Dollar per share.

The Corporation shall have the power to amend these Articles at any time to provide for different classes of Stock and provisions for the preferences, limitations and relative rights in respect to the share of each class.

ARTICLE VI

The initial street address of the principal office of the corporation shall be: 11071 Springfield Place, Cooper City, Florida, 33026.

ARTICLE VII

The number of directors of this corporation initially shall be at least one (1) and not more than five (5).

ARTICLE VIII

The names and street address of the members of the first board of directors of this corporation are as follows:

Daniel A. Greenberg  
11071 Springfield Place  
Cooper City, Florida 33026

ARTICLE IX

The names and address of each of the incorporators are as follows:

Daniel A. Greenberg  
11071 Springfield Place  
Cooper City, Florida 33026

ARTICLE X

The names and addresses of the first officer of this corporation are as follows:

Daniel A. Greenberg  
President/Director/Secretary  
11071 Springfield Place  
Cooper City, Florida 33026

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ARTICLE XI

The names addresses of the first subscribers to the capital stock of the corporation are as follows:

| NAME                | AMOUNT   | NUMBER OF SHARES |
|---------------------|----------|------------------|
| Daniel A. Greenberg | \$500.00 | 500              |

ARTICLE XII

The designated registered agent for this corporation will be Daniel A. Greenberg.

ADDRESS: 11071 Springfield Place, Cooper City, Florida, 33026

ARTICLE XIII

The corporation may adopt by-laws and regulations creating, defining, limiting and regulating the powers of the corporation, the directors and stockholders, or any class of stockholders including but not limited to any provision for cumulative voting for directors, and any provision which are required or permitted under the General Business Corporation Act of the State of Florida.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 20 day of April, 1995.

[Signature]  
Witness  
[Signature]  
Witness

[Signature]  
DANIEL A. GREENBERG

STATE OF FLORIDA )  
COUNTY OF DADW ) SS.:

BEFORE ME, the undersigned authority, personally appeared, Daniel A. Greenberg, to me known to be persons who executed the foregoing Articles of Incorporation, and he acknowledge to me under oath, that they signed the same for the purposes and intent therein expressed.

SWORN TO AND SUBSCRIBED before me, a Notary Public for the State of Florida this 20 day of April, 1995.

My Commission Expires:

[Signature]  
NOTARY PUBLIC, State of Florida  
BARRY T. SHEVLIN

NOTARY PUBLIC STATE OF FLORIDA  
MY COMMISSION EXP. JUNE 28, 1996  
ISSUED FROM GENERAL INV. (700)


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CERTIFICATE OF DESIGNATION

CERTIFICATE DESIGNATION 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; INTERNATIONAL MORTGAGE CAPITAL CORPORATION, DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL PLACE OF BUSINESS AT: 11071 Springfield Place, Cooper City, Florida, 33026, ITS REGISTERED AGENT FOR SERVICE OF PROCESS WITHIN FLORIDA IS: Daniel A. Greenberg, 11371 Springfield Place, Cooper City, FL 33026.

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 DUTIES.

  
DANIEL A. GREENBERG,  
RESIDENT AGENT

4/20/95  
DATE

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5 MAY -1 PM 12:12  
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