

095000051448

Selman & Claire

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS
ATTORNEYS AND COUNSELORS AT LAW

SUITE 702, THE PLAZA
6355 TOWN CENTER ROAD
BOCA RATON, FLORIDA 33486
BOCA RATON (407) 392-7077
DELRAY BEACH (407) 272-7007
FACSIMILE (407) 395-5012

RICHARD M. SELMAN, P.A.*
ROBERT I. CLAIRE, ESQUIRE, P.A.**

* ALSO ADMITTED IN NEW JERSEY
** CERTIFIED PUBLIC ACCOUNTANT

June 28, 1995

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

000001527040
-06/29/95--01052--004
***122.50 ***122.50

Re: First Financial Mortgage of South Florida, Inc.

To Whom It May Concern:

Enclosed is an original and one (1) copy of Articles of Incorporation for the above-referenced corporation.

Also enclosed is my check in the amount of \$122.50 for filing fees as follows for the corporation:

Filing fees	\$ 35.00
Certified copy	52.50
Registered agent	35.00

Total	\$122.50
-------	----------

Should you have any questions, please do not hesitate to call my office.

Very truly yours,


Richard M. Selman

RMS/kcr
Enclosure as noted

55 JUN 29 3:11:03

44

053195

ARTICLES OF INCORPORATION

OF

FIRST FINANCIAL MORTGAGE OF SOUTH FLORIDA, INC.

THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, are to be determined in accordance with the laws of the State of Florida.

ARTICLE ONE - NAME AND PRINCIPAL OFFICE LOCATION

The name of this corporation shall be: FIRST FINANCIAL MORTGAGE OF SOUTH FLORIDA, INC. The principal office address is 3300 N.E. 192nd Street, Suite 1003, North Miami, Florida 33180.

ARTICLE TWO - DURATION

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE THREE - PURPOSE

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz: Transact any and all lawful business.

ARTICLE FOUR - POWERS

The corporation shall have all of the powers enumerated in the Florida General Corporation Act, including but not limited to:

To have perpetual succession by its corporate name;

To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;

To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property or any interest therein, wherever situated;

To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer and otherwise dispose of all or any part of its property and assets;

To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute 607.141;

To purchase, take, receive, subscribe for, or otherwise acquire, own hold, vote, use employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporate may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises and income;

To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested;

To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state;

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation;

To make and alter bylaws, not inconsistent with its Articles of Incorporation or with the laws of this state, for the administration;

To make donations for the public welfare or for charitable, scientific, or educational purposes;

To transact any lawful business which the board of directors shall find will be in aid of governmental policy;

To pay pensions and establish pension plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any of all of the directors, officers, and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, associate or manager of any corporation, partnership, joint venture, trust or other enterprise;

To have and exercise all powers necessary or convenient to effect its purposes;

To indemnify any person who by reason of the fact that he is or was a director, officer, employee, or agent of the corporation

to the full extent as permitted by Florida Statute 607.014.

ARTICLE FIVE - CAPITAL STOCK

This corporation is authorized to issue one thousand shares of no par value common stock, which shall be designated "common shares."

ARTICLE SIX - INITIAL REGISTERED OFFICE & AGENT

The name of the initial registered agent of this corporation and the street address of the initial registered office of this corporation is:

STEVEN SAMUELS
3300 N.E. 192nd Street
Suite 1003
North Miami, FL 33180

ARTICLE SEVEN - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of Directors may be increased by the bylaws. The name and address of the initial Director of this corporation is:

STEVEN SAMUELS
3300 N.E. 192nd Street
Suite 1003
North Miami, FL 33180

ARTICLE EIGHT - INCORPORATOR

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

STEVEN SAMUELS
3300 N.E. 192nd Street
Suite 1003
North Miami, FL 33180

ARTICLE NINE - RESTRICTIONS ON TRANSFER OF STOCK

Shares of the capital stock ("Common Shares") shall be issued

initially to the following person(s) and in the following amounts
set opposite their name:

Steven Samuels

500 shares

Shares held by the initial shareholder(s) listed above may not be resold or otherwise transferred to other persons or entities unless such shares are first offered to the remaining shareholder(s) or to this corporation. The price and terms at which, and the time within which, such shares are first to be offered and sold shall be further specified by written agreement among all of the shareholders of this corporation.

ARTICLE TEN - BYLAWS

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

ARTICLE ELEVEN - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by Florida law.

ARTICLE TWELVE - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned incorporation has executed these Articles of Incorporation this 19 day of June, 1995.


STEVEN SAMUELS

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing Articles of Incorporation were acknowledged before me this 1st day of June, 1995 by STEVEN SAMUELS who produced Personally known as identification and who did not take an oath and acknowledged before me that he executed the same.

Sylvia Holt
NOTARY PUBLIC

MY COMMISSION EXPIRES:



ACCEPTANCE BY REGISTERED AGENT
OF

FIRST FINANCIAL MORTGAGE OF SOUTH FLORIDA, INC.

Having been named to accept service of process for the above named corporation at the place designated in the attached Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping said office open.


STEVEN SAMUELS

STATE OF FLORIDA

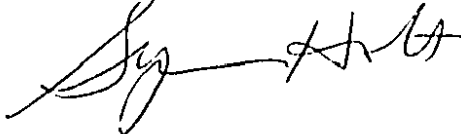
COUNTY OF PALM BEACH

The foregoing was acknowledged before me this 19th day of June, 1995 by STEVEN SAMUELS who produced Personally as identification and who did not take an oath and acknowledged before me that he executed the same.



NOTARY PUBLIC

MY COMMISSION EXPIRES:



CC 438598 May 11:03

P95000051448

Jorge L. del Valle

Requestor's Name

3333 Ponce de Leon Blvd, Ste. 650

Address

Orlando, FL 32814

City/State/Zip

Phone #

900001729699

-03/01/96--01083--011

****96.25 ****96.25

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☐ Walk in

☐ Pick up time _____

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment / Name Change
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
96 MAR 14 AM 11:28
TALLAHASSEE, FLORIDA

WTF6000004850

489,580,611



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
96 MAR 14 AM 11:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

March 7, 1996

Jorge I.G. del Valle
2333 Ponce De Leon Blvd., Suite 650
Coral Gables, FL 33134

SUBJECT: FIRST FINANCIAL MORTGAGE OF SOUTH FLORIDA, INC.
Ref. Number: P95000051448

We have received your document for FIRST FINANCIAL MORTGAGE OF SOUTH FLORIDA, INC. and your check(s) totaling \$96.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date of adoption of each amendment must be included in the document.

If an amendment was approved by the shareholders, the date of adoption of the amendment and one of the following statements must be contained in the document:

(1) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval.

(2) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

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) 487-6910.

Louise Flemming-Jackson
Corporate Specialist Supervisor

Letter Number: 496A00010300

FILED
96 MAR 14 AM 11:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

March 12, 1996

Secretary of State
Division of Corporations
Amendment Section
P.O. Box 6327
Tallahassee, Florida 32314

Re: Name change of First Financial Mortgage of South Florida,
Inc to First Financial Home Loan, Inc./ P95000051448

Dear Sir or Madam:

Enclosed please find the Articles of Amendment to the to the
Articles of Incorporation of First Financial Mortgage of South
Florida, Inc.

Please refer to Letter Number 496A00010300 wherein you
acknowledge receipt of a check for \$96.25 to cover the cost of the
filing fee, certified copy and a certificate from the Secretary of
State.

Please return the certificate and certified copy to

Jorge I.G. Del Valle
Guttman & Del Valle, P.A.
2333 Ponce de Leon Blvd., #650
Coral Gables, Florida 33134

If you have any questions or comments please contact Jorge
I.G. del Valle at 305-443-9740.

Sincerely,

Steven D. Samuels

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION FOR

FIRST FINANCIAL MORTGAGE OF SOUTH FLORIDA, INC. SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

96 MAR 14 AM 11:28

1. Article One of the Articles of Incorporation of FIRST FINANCIAL MORTGAGE OF SOUTH FLORIDA, INC., is amended to read as follows:

ARTICLE ONE

The name of this corporation shall be: FIRST FINANCIAL HOME LOAN, INC. The principal office address is 1041 Ives Dairy Road, Suite 137, Miami, Florida 33179.

2. The foregoing Amendment was unanimously adopted by the Sole Shareholder and Director of this corporation on the 11 day of MARCH, 1996.

IN WITNESS WHEREOF, the corporation has caused this Amendment to its Articles of Incorporation to be signed in its name by its President and Secretary this 11 day of MARCH, 1996.

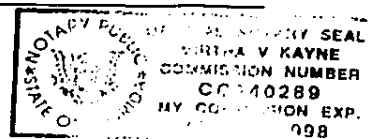
STEVEN D. SAMUELS
STEVEN D. SAMUELS, President/Secretary

STATE OF FLORIDA)
COUNTY OF DADE) SS:

SWORN TO AND SUBSCRIBED before me this 11 day of MARCH, 1996 by Steven D. Samuels as President/Secretary of the corporation on behalf of the corporation, who is personally known to me or who has produced Driver's License as identification and who did take an oath.

My Commission Expires:

Mirilla J. Hayne
Notary Public, State of Florida
Print Name



**CONSENT OF STOCKHOLDERS AND BOARD OF DIRECTORS
OF FIRST FINANCIAL MORTGAGE OF SOUTH FLORIDA, INC., a Florida corporation
RESPECTIVELY PURSUANT TO FLORIDA STATUTES
SECTIONS 607.0704 AND 607.0821**

The undersigned, being all of the Stockholders and Directors of FIRST FINANCIAL MORTGAGE OF SOUTH FLORIDA, INC., a Florida corporation (hereinafter "Corporation") do hereby unanimously consent to the following actions taken and done this 11 day of MAY, 1996, said actions being taken in lieu of the 1996 Annual Meeting of said Stockholders and Annual Organizational Meeting of the Board of Directors which actions shall be deemed and held to be the act and deed of the Stockholders and Boards of Directors of this corporation under the provision of Section 607.0704 and 607.0821, Florida Statutes, that is to say:

1. That Article One of the Articles of Incorporation of the corporation be, and the same hereby is, deleted in its entirety and the following be and the same hereby is, adopted in substitution therefor:

ARTICLE ONE

The name of this corporation shall be: FIRST FINANCIAL HOME LOAN, INC. The principal office address is 1041 Ives Dairy Road, Suite 137, Miami, Florida 33179.

2. To re-elect the following individual as Director of this Corporation to serve until the next annual meeting of stockholders, and until a successor shall have been duly elected and shall have qualified, or until his earlier resignation, removal from office or death, to-wit:

Steven D. Samuels

3. To re-appoint the following individual as President, Secretary and Treasurer of this Corporation to hold such office until the next annual director's meeting and until successors are duly elected and have qualified; to-wit:

Steven D. Samuels

4. That any and all actions taken to date on behalf of the Corporation as an officer by the above-named individual, and all actions taken to date on behalf of the Corporation as a director by the above-named individual are hereby ratified and approved as fully as if such actions were authorized, approved and consented to prior to their commissions even if such person was not an officer and/or director at the time such act was committed.

Dated this 11 day of MAY, 1996.

Director's Name

Steven D. Samuels

Signature

SD Samuels

Shareholder's Name

Steven D. Samuels

Signature

SD Samuels

No. of Shares

1,000