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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

C T CORPORATION SYSTEM  
Requestor's Name  
660 East Jefferson Street  
Address  
Tallahassee, Florida 32301  
City State Zip Phone  
904-222-1092  
CORPORATION(S) NAME

700001576177  
-09/01/95--01010--029  
\*\*\*\*122.50 \*\*\*\*122.50

*Bank Servicing Center, Inc.*

☒ Profit Articles

☐ NonProfit

☐ Limited Liability Company

☐ Foreign

☐ Amendment

☐ Dissolution/Withdrawal

☐ Merger

☐ Mark

☐ Limited Partnership

☐ Reinstatement

☐ Annual Report

☐ Reservation

☐ Other

☐ Change of R.A.

☒ Certified Copy

☐ Photo Copies

☐ Fictitious Name

☐ CUS/G/S

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**ROBERT F. MILLIGAN**  
COMPTROLLER OF FLORIDA

**OFFICE OF COMPTROLLER**  
DEPARTMENT OF BANKING AND FINANCE  
STATE OF FLORIDA  
TALLAHASSEE  
32399-0350

**July 25, 1995**

**Michael I. Keyes, Esquire**  
**Stearns Weaver Miller Weissler**  
**Alhadef & Sitterson, P.A.**  
**Museum Tower**  
**150 West Flagler Street**  
**Miami, Florida 33130**

**Dear Mr. Keyes:**

**Re: "Banc Servicing Center, Inc."**

Reference is made to your letter/fax dated July 21, 1995, requesting approval of the above-referenced Florida corporation which will be a wholly-owned subsidiary for BankAtlantic, a Federal Savings Bank, Miami.

As Section 655.922(2)(a), Florida Statutes, exempts a financial institution, holding company or its subsidiaries from the prohibition against using the word "bank", "banker", "banking", "trust company", "savings and loan association", "savings bank", or "credit union" in its corporate name, the Division of Banking will not object to the above-subject corporation being registered to do business in the State of Florida.

Sincerely,

A handwritten signature in black ink, appearing to read "Wm. Douglas Johnson".

**Wm. Douglas Johnson**  
**Assistant Director**  
**Division of Banking**  
**Suite 1401, The Capitol**  
**Tallahassee, FL 32399-0350**  
**(904) 488-1111**

:kr

**cc: Karon Beyer, Chief**  
**Bureau of Corporate Records**  
**Secretary of State's Office**

JUL 20 1995



Office of Thrift Supervision  
Department of the Treasury

Southeast Region

1475 Peachtree Street, N.E., Atlanta, GA 30309 • Telephone: (404) 888-0771  
P.O. Box 105217, Atlanta, GA 30348-5217 • Fax: (404) 892-8128

July 18, 1995

Docket No. 5551

Mr. Jasper R. Eanes  
Executive Vice President  
and Chief Financial Officer  
BankAtlantic, A Federal Savings Bank  
Post Office Box 8608  
Fort Lauderdale, Florida 33310-8608

Re: Service Corporation Notice

Dear Mr. Eanes:

This is in response to BankAtlantic, A Federal Savings Bank's notice dated June 30, 1995, and filed on July 3, 1995, advising our office of its intent to establish a wholly-owned subsidiary, BANC Servicing Center, Inc., to provide residential loan subservicing and residential loan quality control reviews for third parties.

The notice was filed in accordance with the requirements of 12 C.F.R. Section 545.74(b). Accordingly, we have no objection to the establishment nor to the activities of BANC Servicing Center, Inc., as outlined in the notice.

If you have any questions regarding this matter, please call Applications Analyst Michele Brace at (404) 888-5343.

Sincerely,

  
Maria I. Richmond  
Deputy Regional Director

cc: Lyle V. Helgersen  
Regional Director  
Federal Deposit Insurance Corporation - Atlanta



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

June 30, 1995

CT CORPORATION SYSTEM  
660 EAST JEFFERSON STREET  
TALLAHASSEE, FL 32301

The name BANC SERVICING CENTER, INC. has been reserved for 120 days beginning June 30, 1995. The reservation number is R95000002963 and this reservation is **NONRENEWABLE**.

The entity name must be approved by the DEPARTMENT OF BANKING AND FINANCE, pursuant to section 655.922, Florida Statutes, before the Articles of Incorporation may be filed in this office. A letter indicating their approval must accompany the Articles of Incorporation when they are submitted to this office. You may contact the Department of Banking and Finance at the following address: Division of Banking, The Capitol, Suite 1401, Tallahassee, FL 32399-0350, (904) 488-1111.

A reservation is not a grant of authority to use the name. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

Should you have any questions regarding this matter, please telephone (904) 438-9000, the Name Availability Section

Judy Eure

Letter number: 395A00032226

**ARTICLES OF INCORPORATION  
OF  
BANC SERVICING CENTER, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I - NAME AND ADDRESS**

The name of this corporation is BANC SERVICING CENTER, INC. (the "Corporation"). The address of the principal office and the mailing address of this corporation is 1750 East Sunrise Boulevard, Fort Lauderdale, Florida 33304.

**ARTICLE II - PURPOSE**

The Corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE III - CAPITAL STOCK**

The aggregate number of shares which the Corporation shall have authority to issue is One Hundred (100) shares of common stock, all of which are to have a par value of One Dollar (\$1.00) per share. The Board of Directors shall fix the consideration to be received for each share. Such consideration shall consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed or written promises to perform services and shall have a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

ARTICLE IV - INITIAL REGISTERED

OFFICE AND AGENT

The street address of the initial registered office of the Corporation and the name of the initial registered agent of the Corporation at such office is:

<u>Name</u>	<u>Address</u>
Alison W. Miller	2200 Museum Tower 150 West Flagler Street Miami, Florida 33130

ARTICLE V - COMMENCEMENT

The Corporation shall commence on the date on which these Articles of Incorporation are filed with the Secretary of State.

ARTICLE VI - INITIAL

BOARD OF DIRECTORS

The initial Board of Directors of the Corporation shall be comprised of two persons. The number of directors may be either increased or decreased from time to time as provided for in the Bylaws of the Corporation, but shall never be less than one. The names and addresses of the members of the initial Board of Directors of this corporation are:

<u>Name</u>	<u>Address</u>
Alan B. Levan	1750 East Sunrise Blvd. Ft. Lauderdale, FL 33304
Frank V. Grieco	1750 East Sunrise Blvd. Ft. Lauderdale, FL 33304

#### ARTICLE VII - INCORPORATOR

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

<u>Name</u>	<u>Address</u>
Alison W. Miller	2200 Museum Tower 150 West Flagler Street Miami, Florida 33130

#### ARTICLE VIII - BYLAWS

The power to alter, amend or repeal the Bylaws shall be vested in each of the Board of Directors and the shareholders of the Corporation.

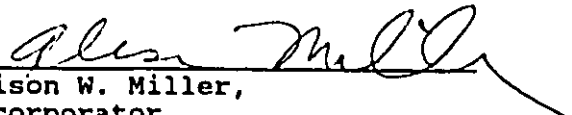
#### ARTICLE IX - INDEMNIFICATION

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

#### ARTICLE X - AMENDMENT

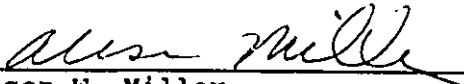
The Corporation reserves to its shareholders the right to amend or repeal any provisions now or hereafter contained in these Articles of Incorporation. Any rights which these Articles may confer upon the Corporation may be modified or cancelled by a vote of the shareholders to amend or repeal said Articles.

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

  
Alison W. Miller,  
Incorporator

ACCEPTANCE OF APPOINTMENT  
OF  
REGISTERED AGENT

I hereby accept the appointment as registered agent  
contained in the foregoing Articles of Incorporation and state that  
I am familiar with and accept the obligations of Section 607.0501  
of the Florida Statutes.

  
Alison W. Miller,  
Registered Agent

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA