

P95000071009

LAW OFFICES

Joseph N. Perlman

Joseph N. Perlman

Belcher Place
1101 Belcher Rd., Suite B
Largo, FL 34641

Telephone
(813) 536-2711

Fax:
(813) 536-2714

Practice Limited to:
Personal Injury Law
Real Estate
Business/Commercial Law
Civil Litigation

*Also Admitted in Ohio

Certified Circuit Court Mediator

September 6, 1995

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32304

Re: OCEANSIDE MORTGAGE SERVICES, INC.

Gentlemen:

Enclosed please find an original and a copy of Articles of Incorporation for the above-named corporation. In addition, a check in the sum of \$122.50 is enclosed which represents the following fees:

Filing Fee	\$ 35.00
Registered Agent Fee	35.00
Certified Copy	52.50
Total Due	\$ 122.50

100001581641
-09/11/95--01056--006
****122.50 ****122.50

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Very truly yours,

Joseph N. Perlman, Esquire

JNP/dw

Enclosure

FILED
95 SEP 11 PM 4:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10007
10/14/95

ARTICLES OF INCORPORATION
OF
OCEANSIDE MORTGAGE SERVICES, INC.

FILED
95 SEP 11 PM 4:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of incorporation for such corporation:

ARTICLE I - NAME. The name of this corporation is OCEANSIDE MORTGAGE SERVICES, INC.

ARTICLE II - DURATION. This Corporation shall have perpetual existence unless dissolved according to law.

ARTICLE III - BUSINESS. This Corporation is organized to act as a mortgage broker business and to do every other act or thing incidental or pertinent to or growing out of or connected with the aforesaid purpose and in addition, to engage in any other business or businesses permitted under the laws of the United States and Florida.

ARTICLE IV - CAPITAL STOCK. The maximum number of shares of stock authorized to be issued by this Corporation is 7500 shares of capital stock at \$1.00 par value, all of which shall have the same rights and privileges. Each share of capital stock shall entitle the holder thereof to one (1) vote at any stockholder meeting and otherwise to participate in all such meetings and the assets of the Corporation. The stock shall be issued for such consideration as may be determined by the Board of Directors, which shall have a value at least equal to the full par value of said shares. The

stock may be paid for in lawful money of the United States of America, or in property, labor or services.

ARTICLE V - PRE-EMPTIVE RIGHTS. The stockholders of this Corporation shall be entitled to purchase ratably according to their respective holdings, any shares of the Corporation hereinafter issued or any securities exchangeable for or convertible into such shares or any warrants or other instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares, but in either case only as such prices and during such period or periods and upon such terms and conditions as may be determined from time to time by the Board of Directors.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT. The street address of the principal office of this corporation is:

114 Clearwater-Largo Road South
Clearwater, Florida 34640

The name and address of the Registered Agent of this Corporation is:

Frank Donofrio
114 Clearwater-Largo Road South
Clearwater, Florida 34640

The corporation shall have the privilege of establishing such other branch offices in any other location or any other city or town, in this state or any other State or County, as may be approved by its Board of Directors.

ARTICLE VII - INITIAL BOARD OF DIRECTORS. This corporation shall have two (2) Directors initially. The number of Directors be either increased or diminished from time to time by the By-Laws,

but shall never be less than one (1). The names and addresses of the initial directors of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Frank Donofrio	114 Clearwater-Largo Road South Clearwater, Florida 34640
Pauline Donofrio	114 Clearwater-Largo Road South Clearwater, Florida 34640

ARTICLE VIII - INDEMNIFICATION. The Corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE IX - AMENDMENT. This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any Amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X - INCORPORATOR. The name and address of the person signing these Articles of Incorporation is:

Frank Donofrio
114 Clearwater-Largo Road South
Clearwater, Florida 34640

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation of this 6th day of September, 1995.


FRANK DONOFRIO

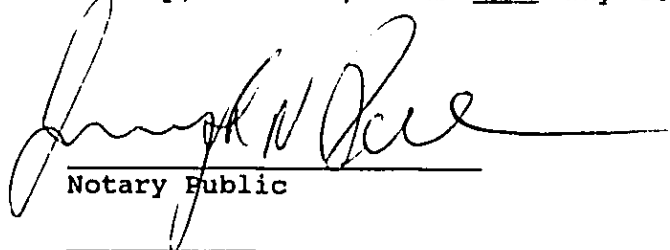
STATE OF FLORIDA)
) §
COUNTY OF PINELLAS)

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County set forth above, FRANK DONOFRIO, personally

appeared known to me to be the person who executed the foregoing Articles of OCEANSIDE MORTGAGE 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 Pinellas County, Florida, this 6 day of September 1995.

My Commission Expires:



Notary Public

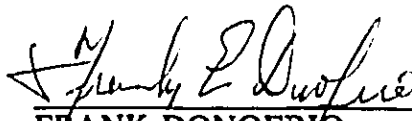
Printed Notary Signature



JOSEPH N. PERLMAN
MY COMMISSION # CC 225988 EXPIRES
September 7, 1996
BONDED THRU TROY FAIR INSURANCE, INC.

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I HEREBY ACCEPT the designation of Registered Agent to accept service of process for OCEANSIDE MORTGAGE SERVICES, INC.

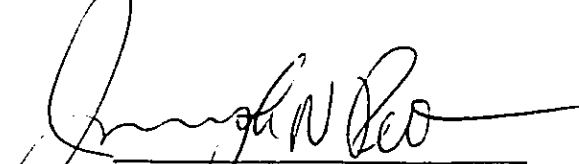

FRANK DONOFRIO

STATE OF FLORIDA)
)§
COUNTY OF PINELLAS)

BEFORE ME, a Notary Public, authorized to take acknowledgements in the State and County set forth above personally appeared, FRANK DONOFRIO, known to me to be the person who executed the foregoing Acceptance of Designation as Registered Agent, and he acknowledged before me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in Pinellas County, Florida, this 6 day of September, 1995.

My Commission Expires:


Notary Public

Printed Notary Signature



JOSEPH N. PERLMAN
MY COMMISSION # CC 225983 EXPIRES
September 7, 1996
BONDED THRU TICOM FARM INSURANCE, INC.

FILED
95 SEP 11 PM 4:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P95000071009

LAW OFFICES
Joseph N. Perlman

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*Also Admitted in Ohio

Certified Circuit Court Mediator

December 12, 1995

State of Florida
State Capitol Building
Attn: Lisa
Tallahassee, Florida 32399

Re: License # HI-186182713
94-192

Dear Lisa:

The above license should read as the corporate name "OCEANSIDE MORTGAGE SERVICES, INC. and the federal I.D. number is #59-3339464. Mr. Frank Donofrio is the same party who owned Home Improvement Consultants Inc. and is the owner of Oceanside Mortgage Services Inc.

Please send me the new license as discussed.

Thank you for your attention in this matter.

Very truly yours,

Joseph N. Perlman, Esquire

JNP/ktf

FEI #
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12/18