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January 16, 1996

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-01/18/96--01045--004  
\*\*\*\*\*122.50 \*\*\*\*\*122.50

Secretary of State  
State of Florida  
Division of Corporations  
P.O. Box 6327  
Tallahassee FL 32314

Sir:

I wish to file the enclosed Articles of Incorporation for American Mortgage Exchange Corporation.

Please find my check in the amount of \$122.50 to cover filing fees.

Sincerely,



Robert H. Dohmen  
2169 North 14th Avenue  
Hollywood FL 33020

JAN 22 1996 BSB

FILED  
96 JAN 18 PM 3:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
AMERICAN MORTGAGE EXCHANGE CORPORATION**

**FILED**  
96 JAN 18 PM 3:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby presents these Articles for the formation of a corporation under the laws of the State of Florida.

**ARTICLE I**

The name of this corporation is American Mortgage Exchange Corporation.

**ARTICLE II**

**PURPOSE**

The general purpose of purposes for which the corporation is initially organized shall be to engage in the transaction of any or all lawful business for which corporations may be incorporated under Chapter 607 of the Florida General Corporation Act; and the corporation shall have the power to take all action and do all things necessary and proper to carry out the foregoing purposes.

**ARTICLE III**

**CAPITAL STOCK**

The corporation is authorized to issue one hundred (100) shares of common stock having a \$10.00 par value.

**ARTICLE IV**

**CORPORATE EXISTENCE**

This corporation shall exist perpetually unless sooner dissolved according to law. The corporation shall be effective as of date of filing.

**ARTICLE V**

**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial office of this corporation in the State of Florida is:  
2169 North 14th Avenue, Hollywood, FL 33020

and the name of the initial registered agent at that address is: Robert H. Dohmen

**ARTICLE VI**

**NUMBER OF DIRECTORS**

This corporation shall have one (1) directors, initially. The number of directors may be increased or decreased from time to time, by by-laws adopted by the stockholders, but shall never be less than one.

**ARTICLE VII**

**INITIAL BOARD OF DIRECTORS**

The names and addresses of the initial Board of Directors of this Corporation are:

Robert H. Dohmen  
2169 North 14th Avenue  
Hollywood, FL 33020

**ARTICLE VIII**

**SUBSCRIBER**

The name and address of the incorporator is:

NAME  
Robert H. Dohmen

ADDRESS  
2169 North 14th Avenue  
Hollywood, FL 33020

ARTICLE IX

CUMULATIVE VOTING FOR DIRECTORS

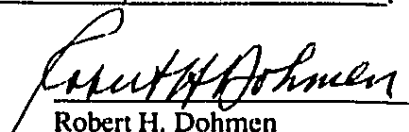
At all elections of directors of this corporation, each stockholder shall be entitled to as many votes as shall equal the number of shares which he is entitled to vote multiplied by the number of directors to be elected; and he may cast all such votes for a single director, or may distribute them among any number of directors to be elected.

ARTICLE X

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

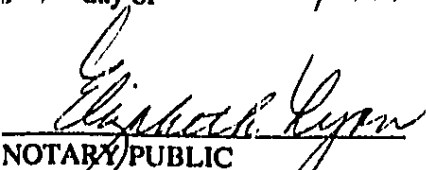
IN WITNESS WHEREOF, I, the incorporator, have executed these Articles of Incorporation this 16 day of JANUARY 1996.

 (SEAL)  
Robert H. Dohmen

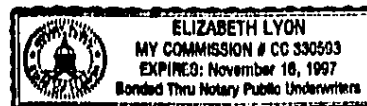
STATE OF FLORIDA           )  
                                  )  
COUNTY OF <sup>DADE</sup> BROWARD    ) SS.

BEFORE ME, the undersigned authority, personally appeared Robert H. Dohmen to me well known and known to me to be the individual described in, and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at the City of ~~Hollywood~~, County of ~~Broward~~, Florida, this 16 day of JANUARY 1996  
A.D. <sup>W. Miami</sup> ~~DADE~~

  
NOTARY PUBLIC  
State of Florida at Large

My Commission Expires:



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 48.901, Florida Statutes, the following is submitted:

First -- that **AMERICAN MORTGAGE EXCHANGE CORPORATION**  
(Name of Corporation)

Desiring to organize or qualify under the laws of the State of Florida, with its place of business at the city of **HOLLYWOOD, FLORIDA**

has named **ROBERT H. DOHMEN**

located at **2169 NORTH 14TH AVENUE**  
(Street address and number of building,  
Post Office box addresses are unacceptable)

city of **HOLLYWOOD**, State of **FLORIDA**, as its agent to accept service of process within Florida.

Signature *Robert H. Dohmen*  
(Corporate Officer)

Title **PRESIDENT**

Date 1-16-96

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.

Signature *Robert H. Dohmen*  
Resident Agent

Date 1-16-96

FILED  
96 JAN 18 PM 3:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA