

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-0777
904-222-0777 FAX

800-344-8086



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AUTHORIZATION : *Patricia Pyjunt*

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ORDER DATE : February 9, 1996

ORDER TIME : 10:20 AM

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ORDER NO. : 841443

CUSTOMER NO: 6469A

CUSTOMER: Robert M. Poppell, Esq.
MAGUIRE VOORHIS & WELLS, P.A.

2 South Orange Avenue

Orlando, FL 32801

DOMESTIC FILING

NAME: CENTRAL FLORIDA FEDERAL
FINANCIAL SERVICES, INC.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: ANDREA MABRY

EXAMINER'S INITIALS: **T. BROWN** FEB - 9 1996

RECEIVED
96 FEB - 9 AM 11:10
DIVISION OF CORPORATION
FILED
96 FEB - 9 PM 1:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

CENTRAL FLORIDA FEDERAL FINANCIAL SERVICES, INC.

The undersigned incorporator delivers these Articles of Incorporation to form a corporation under the laws of the Florida Business Corporation Act.

FILED
96 FEB -9 PM 1:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Name. The name of this corporation is:

Central Florida Federal Financial Services, Inc.

ARTICLE II

Principal Office. The principal office and mailing address of this corporation is 1200 Weber Street, Orlando, Florida 32803.

ARTICLE III

Business and Activities. To engage in the business of providing operational and financial services to Federal credit unions as such services are defined in Section 701.27(d)(5), of the regulations promulgated by the National Credit Union Administration at 12 CFR CH. VII, as may be amended or replaced, and all matters incident thereto.

ARTICLE IV

Capital Stock. The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value, with the consideration to be paid for each share to be in money, property or services, as may be fixed by the Board of Directors.

ARTICLE V

Term of Existence. This corporation shall have perpetual existence.

ARTICLE VI

Initial Registered Office and Agent. The street address of the initial registered office of the corporation is Two S. Orange Avenue, Orlando, Florida 32801, and the name of the initial

registered agent of the corporation at that address is Robert M. Poppell.

ARTICLE VII

Number of Directors. This corporation shall have three (3) Directors initially. The number of Directors may be either increased or diminished from time to time by the Board of Directors or the shareholders in accordance with the By-Laws of this corporation. Directors, as such, shall receive such compensation for their services, if any, as may be set by the Board of Directors at an annual or special meeting. The Directors may authorize and require the payment of the reasonable expenses incurred by Directors in attending meetings of the Directors. Nothing in this Article shall be construed to preclude the Directors from serving the corporation in any other capacity and receiving compensation therefor.

ARTICLE VIII

Initial Board of Directors. The name(s) and street address(es) of the initial Directors of this corporation are:

<u>Name</u>	<u>Address</u>
Thomas J. Powers, Jr.	1200 Weber Street Orlando, Florida 32803
Joseph A. Melbourne, Jr.	1200 Weber Street Orlando, Florida 32803
James R. Rychlicki	1200 Weber Street Orlando, Florida 32803

ARTICLE IX

Incorporator. The name and street address of the incorporator signing these Articles is:

<u>Name</u>	<u>Address</u>
Robert M. Poppell	Two S. Orange Avenue Orlando, Florida 32801

ARTICLE X

Lost or Destroyed Certificates. Stock certificates to replace lost or destroyed certificates shall be issued on such basis and

according to such procedures as are from time to time provided for in the By-Laws of this corporation.

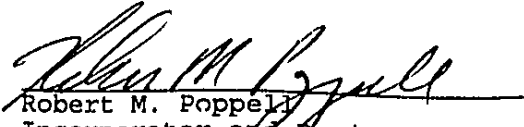
ARTICLE XI

Amendment to Articles. 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 shareholders, and approved at a shareholders' meeting by a majority of the stock issued and entitled to be voted, unless all the Directors and all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XII

By-Laws. The power to adopt, alter, amend or repeal By-Laws of this corporation shall be vested in the Board of Directors and the Shareholders.

IN WITNESS WHEREOF, the undersigned does set his hand and seal and he acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 8th day of February, 1996, and I accept the duties and responsibilities of Registered Agent for the Corporation as set forth in the Florida Business Corporation Act.


Robert M. Poppell
Incorporator and Registered Agent