

MAR-22-96 FRI 8:17 AM

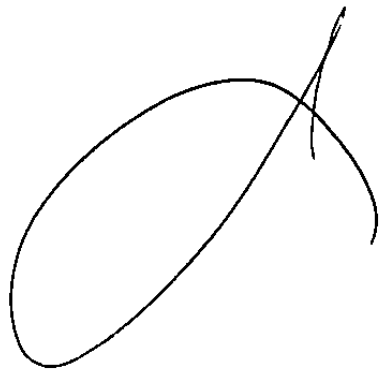
P. 1

TX 96

8:47 AM PUBLIC ACCESS SYSTEM ((H96000004141))
FROM: FILINGS, INC. DEPARTMENT OF
STREET TO: DIVISION OF CORPORATIONS
STATE 3732 NW 16TH ST STATE OF FLORIDA 409 EAST GAINES STREET
FT LAUDERDALE FL 33311- TALLAHASSEE, FL 32399
FAX: (904) 922-4000 PHONE: (904) 385-6735 FAX: (904) 385-6761
(((H96000004141))) CONTACT: TERESA ROMAN
NAME: OLYMPIA MORTGAGE CORPORATION FAX AUDIT NUMBER: H96000004141
CURRENT STATUS: REQUESTED DATE REQUESTED: 03/22/1996
08:47:09 CERTIFIED COPIES: 0
PAGES: 4
METHOD OF DELIVERY: MAIL ESTIMATED CHARGE: \$70.00
ACCOUNT NUMBER: 072720000101 Note: Please print this page and use it as a cover
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96 MAR 22 AM 10:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

 3/22

NOTARIZED - 3/22/96

8246 NW 13TH AVE

CLERK

NP600004141

**ARTICLES OF INCORPORATION
OF
OLYMPIA MORTGAGE CORPORATION**

96 MAR 22 AM 10:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

**ARTICLE I.
NAME.**

The name of the Corporation is: OLYMPIA MORTGAGE CORPORATION.

**ARTICLE II.
DURATION.**

The Corporation shall commence its existence upon the filing of these Articles of Incorporation and shall continue perpetually thereafter.

**ARTICLE III.
PURPOSE.**

This Corporation is organized to perform all and any lawful business activities not prohibited by the laws of the State of Florida.

**ARTICLE IV.
PRINCIPAL OFFICE AND MAILING ADDRESS.**

The principal office and mailing address of the Corporation is: Olympia Mortgage Corporation, 2424 N. Federal Highway, Suite 257, Boca Raton, Florida 33431.

**ARTICLE V.
CAPITAL STOCK.**

The Corporation is authorized to issue ONE THOUSAND (1000) shares of \$1.00 Dollar (\$1) par value common stock, which shall be designated "Common Shares".

NP600004141

LAWRENCE A. CARLAW, P.A.
2424 N. FEDERAL HWY., SUITE 257
BOCA RATON, FL 33431
407-750-3974
BAR # 400531

119600000 4/14/

**ARTICLE VI.
INITIAL REGISTERED AGENT AND OFFICE.**

The Initial Registered Agent and the street address of the registered office of the corporation is:

**LAWRENCE A. CAPLAN, P.A.
2424 N. FEDERAL HWY., SUITE 257
BOCA RATON, FLORIDA 33431**

**ARTICLE VII.
INCORPORATOR.**

The person signing these Articles of Incorporation is:

**LAWRENCE A. CAPLAN, ESQ.
2424 N. FEDERAL HWY., SUITE 257
BOCA RATON, FLORIDA 33431**

**ARTICLE VIII.
DIRECTORS**

The initial directors of the Corporation and their addresses are as follows:

**SHELLY BLOOM
17081 Rytan Lane
Boca Raton, Florida**

**LAWRENCE A. CAPLAN
10296 Allegro Drive
Boca Raton, Florida**

**ARTICLE IX.
POWERS.**

The Corporation shall have all of the corporate powers allowed it under Chapter 607, Florida Statutes.

**ARTICLE X.
AMENDMENT.**

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment to them, and any rights conferred upon the shareholders are subject to this reservation.

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IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 22 day of March, 1996.


LAWRENCE A. CAPLAN, Incorporator

STATE OF FLORIDA :
COUNTY OF PALM BEACH :

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, LAWRENCE A. CAPLAN, to me well known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he signed and executed the same for the purposes stated therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Boca Raton, Palm Beach County, Florida, this 19 day of March, 1996.


NOTARY PUBLIC, State of Florida at Large

My Commission Expires:



DAVID HENRY
MY COMMISSION & SEAL EXPIRE
SEPTEMBER 12, 1999
FIDELITY & SURETY INSURANCE CO., INC.

1196000004141

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**CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE FOR SERVICE OF PROCESS**

In compliance with Sections 607.0501 and 48.091, Florida Statutes, the following is submitted:

That OLYMPIA MORTGAGE CORPORATION, desiring to organize or qualify under the laws of the State of Florida, has named LAWRENCE A. CAPLAN, P.A., located at 2424 N. Federal Hwy., Suite 257, Boca Raton, Florida 33431, as its Registered Agent to accept service of process within the State of Florida.


LAWRENCE A. CAPLAN, Incorporator

MARCH 19, 1996
DATE

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 the capacity of Registered Agent, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


LAWRENCE A. CAPLAN, P.A.
Registered Agent

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96 MAR 22 AM 10:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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APR-1-96 MON 9 33 AM

P. 1
P96000025486

TBX29X96 FLORIDA DIVISION OF CORPORATIONS
11:59 AM PUBLIC ACCESS SYSTEM (((H96000004556))) ELECTRONIC FILING COVER
SHEET TO: DIVISION OF CORPORATIONS FROM: FILINGS, INC. DEPARTMENT OF
STATE 3732 NW 16TH ST STATE OF FLORIDA 409 EAST GAINES STREET
FT LAUDERDALE FL 33311- TALLAHASSEE, FL 32399 CONTACT: TERESA ROMAN /
FAX: (904) 922-4000 PHONE: (904) 385-6735 FAX: (904) 385-6761
(((H96000004556))) DOCUMENT TYPE: BASIC AMENDMENT NAME: OLYMPIA
MORTGAGE CORPORATION FAX AUDIT NUMBER: H96000004556 CURRENT STATUS:
REQUESTED DATE REQUESTED: 03/29/1996 TIME REQUESTED: 11:59:14
CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 0 NUMBER OF PAGES: 1
METHOD OF DELIVERY: MAIL ESTIMATED CHARGE: \$35.00 ACCOUNT
NUMBER: 072720000101 Note: Please print this page and use it as a cover sheet
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Hand for pickup

6096-6894

SECRET
1-1-96

*Carapace
Linda*

FILED
96 APR -1 PM 1:06
TALLAHASSEE

March 29, 1996

OLYMPIA MORTGAGE CORPORATION
2424 N. FEDERAL HIGHWAY
SUITE 257
BOCA RATON, FL 33431

SUBJECT: OLYMPIA MORTGAGE CORPORATION
REF: P96000025486

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

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

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) 487-6902.

Linda Stitt
Corporate Specialist

FAX Aud. #: H96000004556
Letter Number: 996A00014606

APR 1-96 MON 9:09 AM

HP600004556

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96 APR -1 PM 1:06
RECORDING STATE
TALLAHASSEE, FLORIDA

P. 2

ARTICLES OF AMENDMENT

OF

ARTICLES OF INCORPORATION

OF

OLYMPIA MORTGAGE CORPORATION

1. The name of the corporation is OLYMPIA MORTGAGE CORPORATION filed March 22, 1996, bearing Document Number HP6000025486.

2. Article I of the Articles of Incorporation of the Corporation shall be amended to read as follows:

ARTICLE I

NAME

The name of the corporation is AVALON MORTGAGE CORPORATION.

3. This amendment was recommended by the Directors to the shareholders of the Corporation on March 27, 1996.

4. This Amendment was approved by all of the shareholders entitled to vote on the Amendment, and the number of votes in favor of the Amendment was sufficient for approval.

IN WITNESS WHEREOF, Lawrence A. Caplan, Vice-President, has caused these Articles of Amendment to be executed on this 28th day of March, 1996.

The dated of adoption was on 3/28/96

By: 

Lawrence A. Caplan, Vice-President

HP600004556

LAWRENCE A. CAPLAN, P.A.
2424 N. FEDERAL HWY.
SUITE 400
AVALON, FL 33421
A/R # 400531
707-750-3974