THION OF CORPORATIONS MUNITIC VCCENS SARAFA FLECTRONIC FILING COVER DHEET! (((1196000006281))) PROM: CORPORATE CREATIONS INTERNATIONAL IN TO: DIVIDION OF CORPORATIONS 401 OCEAN DR DEPARIMENT OF STATE BUITE 312
MIAMI BEACH FL 33139-0000
CONFACT: JOHNNY C ROURIQUEZ STATE OF FLORIDA 409 EAST GAINES STREET TALLAHAGSEE, FL 32399 ONE: (305) 672-0686 FAR: (305) 672-9110 PHONE: FAX: (904) 922-4000 FLORIDA PROFIT CORPORATION OR P.A. DOCUMENT TYPE: (((196000006281))) NAME: ODELL MORTGAGE COMPANY CURRENT STATUS: REQUESTED TIME REQUESTED: 18:19:34 FAX AUDIT NUMBER: H96000006281 DATE REQUESTED: 05/02/1996 CERTIFICATE OF STATUS: 1 CERTIFIED COPIES: 0 METHOD OF DELIVERY: FAX MUMBER OF PACKS: 4 ACCOUNT NUMBER: 073171003004 ESTIMATED CHARGE: \$78.75 Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document. (((H96000006281))) ** ENTER 'M' FOR MENU. ** ENTER SELECTION AND <CR>:

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Articles of Incorporation of Odell Mortgage Company

Article I. Name

The name of this Florida corporation is:
Odell Mortgage Company

Article II. Address

The mailing address of the Corporation is:

Odell Mortgage Company 9637 Richmond Circle Boca Raton FL 33434

Article III. Capital Stock

The Corporation shall have the authority to issue 1,000 shares of common stock, par value \$.01 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

Corporate Creations Enterprises, Inc. 4521 PGA Boulevard, Suite 211 Palm Beach Gardens FL 33418

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation.

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Corporate Creations International Inc. 401 Ocean Drive • Suite 312 • Door Code #125 Miami Beach FL 33139-6629 (305) 672-0686 The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

Emil S. Wojtechko James G. Cowan, Jr.

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc. 401 Ocean Drive • Suite 312 • Door Code #125 Miami Beach FL 33139-6629

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective May 2, 1996

The authorized representative of the incorporator executed these Articles of Incorporation on May 2, 1996

Corporate Creations International Inc.

Luis A. Uriarte Vice President

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CERTIFICATE OF DESIGNATION REGISTERED AGENT AND REGISTERED OFFICE

CORPORATION:
Odell Mortgage Company

REGISTERED AGENT:

Corporate Creations Enterprises, Inc. 4521 PGA Boulevard, Suite 211 Palm Beach Gardens FL 33418

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

Corporate Creations Enterprises, Inc. Luis A. Uriarte, Vice President

Date: May 2, 1996

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SECRETARY OF STATE
TALLAUNSSEE FROMME

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P96000038487

November 17, 1996

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

Re: Dissolution of a Corpoation

Odell Mortgage Company

Document Number: P96000038487 Federal Tax I.D. Number: 65-0662098

100002009541--9 -11/20/96-01043-009 *****35.00 *****35.00

Attention Corporate Specialist:

Please accept the following submission for the dissolution of the above named corporation. I am enclosing the \$35.00 filing fee.

As requested, following you may note my return address and telephone number.

James G. Cowan, Jr. 9637 Richmond Circle Boca Raton, FL 33434

(561) 483-3438

mes M Cowen, g

Sincerely,

James G. Cowan, Jr.

President

Emil S. Woltechko Vice-President

5H 25

Y OF STATE SEE, FLORIDA

CC:

Corporate Creations Enterprises, Inc. 452: PGA Boulevard Suite 211
Palm Beach Gardens, FL 33418

ARTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:	
FIRST:	The hame of the corporation is: Odell Mortgage Company
SECOND:	The articles of incorporation were filed on: May 3, 1996
THIRD:	(CHECK ONE) 至近 另
	None of the corporation's shares have been issued.
	None of the corporation's shares have been issued. The corporation has not commenced business.
FOURTH:	No debt of the corporation remains unpaid.
FIFTH:	The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.
SIXTH:	Adoption of Dissolution (CHECK ONE)
	A majority of the incorporators authorized the dissolution.
	A majority of the directors authorized the dissolution.
Signe	d this 17 day of November, 1996
Signature (By the chairman or vice chairman of the board, president, or other officer - if there are no officers or directors, by an incorporator.)	
	James G. Cowan Jor. (Typed or printed name)
_	President & CFO