

P96000038972

TRANSMITTAL LETTER

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATION
P.O. BOX 6327
TALLAHASSEE, FL 32314

COMPANY NAME : *EXECUTIVE MORTGAGE OF AMERICA, CORP.*

FROM: CARLOS A. EGUEZ
4711 NW 79 AVE. STE 4D
MIAMI, FL 33166.

900001808939
-05/01/96--01118--00M
*****75.00 *****75.00

ENCLOSED: ARTICLES OF INCORPORATION,

REGISTERED AGENT AND

CHECK FOR \$75.00 CORPORATE FILLING

FILED
96 MAY -1 AM 9:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SHS
5/7/96

ARTICLES OF INCORPORATION
OF
EXECUTIVE MORTGAGE OF AMERICA, CORP.

FILED
96 MAY -1 AM 9:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Undersigned, has(have) executed the following document as incorporators of the above corporation, organized under the law of the State of Florida, and all rights, duties and obligations of the undersigned as incorporators, and those of the corporation, are to be determined in accordance with the the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be:

EXECUTIVE MORTGAGE OF AMERICA, CORP.

ARTICLE II

This corporation shall commence existence upon the filing of these articles of incorporation by the Department of State of Florida, and shall have perpetual existence.

ARTICLE III

The principal place of business and mailing address shall be:

4711 NW 79 AVE. STE 4D
MIAMI, FL 33166

ARTICLE IV

The aggregate number of shares which this corporation shall have the authority to issue is the total sum of 12,000 shares, having an individual par value of \$1.00.

Unless otherwise stated in these articles, or in amendment to these articles; there shall be only one(1) class of stock of this corporation.

EXECUTIVE MORTGAGE OF AMERICA, CORP.

ARTICLE V

The general nature of the business and objects and purposes proposed to be transacted and carried out on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural people might do, viz: To engage in every aspect of mortgage brokerage business as well as all kind of services related to this activity: and

(1) Transact any and all lawful business.

(2) Said corporation shall further have powers:

To have perpetual succession by its corporate name;
To sue and be sued, complain, and defend in its corporate name and in all actions or proceedings;

To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated;

To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;

To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute S607.141;

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interest in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or any other government, state, territory, government district, or municipality or of any instrumentality thereof;

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its franchises, an income;

(continue)

EXECUTIVE MORTGAGE OF AMERICA, CORP.

ARTICLE V (Continued)

To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested;

To conduct business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state;

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation;

To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of this state for the administration;

To make donations for the public welfare or for charity, scientific, or educational purposes;

To transact any lawful business, which the board of directors shall find will be in aid of governmental policy;

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans and other incentive plans for any or all of its directors, officers, and employees and for any of the directors, officers and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have and exercise all powers necessary or convenient to effect its purposes;

To indemnify any person who by reason of the fact that he-she is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statue S607.014.

EXECUTIVE MORTGAGE OF AMERICA, CORP.

ARTICLE VI

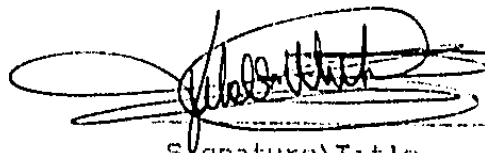
The initial board of directors and incorporators shall consist of a total of three persons and their names and addresses as well as their duties are:

WALTER A. NIETO.- Director
1248 NW 99 Ter.
Pembroke Pines, FL 33024

CARLOS COHEN.- Director
9952 SW 8 St. # 104
Miami, FL 33174

WALTER M. CASTILLO.- Director
1309 NW 122 Terr.
Pembroke Pines, FL 33026

The undersigned has(have) executed these articles of Incorporation this; 11th day of April 1996.

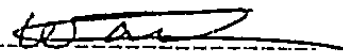


DIRECTOR

Signature\Title



Signature\Title



DIRECTOR

Signature\Title

RETURN TO THE REGISTERED OFFICE


Pursuant to the provisions of section 607.0501, Florida Statutes the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida.

1.- The name of the corporation is:

EXECUTIVE MORTGAGE OF AMERICA, CORP.

2.- The name and address of the registered agent an office is:

Name...: Walter A. Nieto
Address: 1240 NW 9B Terr.
Pembroke Pines, FL 33024

Signature 
(corporate officer)

Title.... DIRECTOR

Date..... 4/27/96

Having been named as Registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

SIGNATURE 

DATE

4/27/96

FILED
96 MAY -1 AM 9:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P96000038972



PH: (305) 513-0100
FX: (305) 513-0002
UP: (305) 317-2704

WALTER A. NIETO
President

4719 N.W. 70th AVENUE
MIAMI, FL 33166

4111111151271424
-08/22/96--01038--001
*****35.00 *****35.00

FHA
VA
FmHA
Conventional

Office Use Only

CI

Licensed Mortgage Brokerage Business

BER(S), (if known):

1. _____ (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

FILED
96 SEP -9 AM 11:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Amend

SEP 10 1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 29, 1996

WALTER A. NIETO
EXECUTIVE MORTGAGE OF AMERICA
4719 N.W. 79TH AVE.
MIAMI, FL 33166

SUBJECT: EXECUTIVE MORTGAGE OF AMERICA, CORP.
Ref. Number: P96000038972

We have received your document for EXECUTIVE MORTGAGE OF AMERICA, CORP. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The incorporator(s) cannot be amended or changed. Please correct your document accordingly.

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) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 796A00040847

RECEIVED
96 SEP -9 AM 7:38
DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
96 SEP -9 AM 11:14
SECRETARY OF STATE
TALLAHASSEE FLORIDA

EXECUTIVE MORTGAGE OF AMERICA CORP.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE VI is amended as follows:

The new board of directors shall consist of a total of three persons and their names and addresses as well as their duties are:

WALTER A. NIETO.- President
1248 N.W. 98 Terr.
Pembroke Pines, Fl 33024

CARLOS A. EGUEZ.- Vice-President
5600 N.W. 183 St.
Miami, Fl 33055

WALTER M. CASTILLO.- Secretary & Treasurer
1303 N.W. 122 Terr.
Pembroke Pines, Fl 33025

ARTICLE III is amended as follows:

The principal place of business and mailing address shall be:

4719 N.W. 79 Ave.
Miami, Fl 33166

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 07-09-96

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- ☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group."

- ☒ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 09 day of July, 19 96

Signature

[Signature] President.
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Walter A. Nieto
Typed or printed name

Director
Title