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FLORIDA DIVISION OF CORPORATIONS

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FROM: FLORIDA MORTGAGE CORPORATION, INC.

DEPARTMENT OF STATE

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1000 E. STREET

MIAMI

302-4110

TALLAHASSEE, FL 323

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**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
**Secretary of State**

May 10, 1996

**EMPIRE CORPORATE KIT COMPANY**

**MIAMI, FL**

**SUBJECT: FLORIDA MORTGAGE CORPORATION, INC.**  
**REF: W96000010086**

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Loria Poole  
Corporate Specialist

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**ARTICLES OF INCORPORATION  
OF  
MORTGAGE FOR ALL, INC.**

The undersigned incorporator hereby executes these Articles of Incorporation in order to form a corporation under the laws of the State of Florida.

**ARTICLE I. NAME:**

The name of the corporation shall be: MORTGAGE FOR ALL, Inc.

**ARTICLE II. NATURE OF BUSINESS:**

The corporation may engage or transact any or all lawful activities or business permitted under the laws of the States, the state of Florida, or any other state, county or territory.

**ARTICLE III. CAPITAL STOCK:**

The maximum number of shares of stock this corporation is authorized to have outstanding at any one time is one hundred twenty (120) shares of common stock having a nominal par value of one dollar (\$1.00) per share.

**ARTICLE IV. TERM OF EXISTENCE:**

This corporation is to exist perpetually.

**ARTICLE V. ADDRESS:**

The initial principal office of this corporation in the State of Florida is: 9745 S.W. 72ND STREET SUITE #112A, MIAMI, FLORIDA 33173-4619. The Board of Directors may from time to time move the principal office to any other address in the State of Florida,

**ARTICLE VI. REGISTERED AGENT:**

The initial Registered Agent is GRICEL VIVIES whose address is 9745 SW 72ND STREET, SUITE #112A, MIAMI, FLORIDA 33173-4619. This address shall also be known as the registered office.

These Articles of Incorporation were prepared by: Rudolph D. Griffith, Attorney at Law, 9246 SW 157th Street, Suite 203, Miami, FL 33187. Telephone (305)-253-2349 Voice (305)-253-4787 Facsimile

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TALLAHASSEE, FLORIDA

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**ARTICLE VII. DIRECTORS:**

The corporation shall have four (4) directors initially. The number of directors may be increased or decreased from time to time, by the bylaws adopted by the shareholders, but shall never be less than one (1).

The name and address of the initial director(s) is:

- GRICEL VIVINS - President, whose address is 9745 SW 72ND STREET, SUITE 112A, MIAMI, FLORIDA 33173-4619.
- ALBERT M. GEMER - Vice President, whose address is 9745 SW 72ND STREET, SUITE 112A, MIAMI, FLORIDA 33173-4619.
- ALBERT M. GEMER - TREASURER, whose address is 9745 SW 72ND STREET, SUITE 112A, MIAMI, FLORIDA 33173-4619.
- GRICEL VIVINS - Secretary, whose address is 9745 SW 72ND STREET, MIAMI, FLORIDA 33173-4619.

**ARTICLE VIII. EFFECTIVE DATE:**

These Articles of Incorporation shall be effective upon the Secretary of State accepting and filing these Articles of Incorporation.

**ARTICLE IX. PRE-EMPTIVE RIGHTS:**

Every shareholder, upon the sale or issuance of any new stock of the corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price which it is offered to others.

**ARTICLE X. INCORPORATOR:**

The name and address of the person signing these Articles of Incorporation is: GRICEL VIVINS, 9745 SW 72ND STREET, SUITE 112A, MIAMI, FLORIDA 33173-4619.

These Articles of Incorporation were prepared by: Rudolph D. Griffith, Attorney at Law, 8245 SW 157th Street, Suite 203, Miami, FL 33187. Telephone (305)-253-2249 Voice (305)-253-4787 Facsimile

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ARTICLE XI. AMENDMENTS:

These Articles of Incorporation may be amended from time to time in a 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 entitled to vote thereon, 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.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 10th day of May, 1996.

  
RUDOLPH D. GRIFFITH, Esq.

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN THE ARTICLES OF INCORPORATION

Having been named as registered Agent and to accept service of process for the above stated corporation at the place designated in the foregoing Articles, I hereby accept the appointment as Registered Agent and agree to comply with the provisions of all statutes relative to the proper performance of my duties, and I am familiar with and accept the obligation of the position of Registered Agent under Section 607.0305, Florida Statutes.

the foregoing Articles, I hereby accept the appointment as Registered Agent and agree to comply with the provisions of all statutes relative to the proper performance of my duties, and I am familiar with and accept the obligation of the position of Registered Agent under Section 607.0305, Florida Statutes.

  
GRISSEL VIVIER  
Registered Agent

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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These Articles of Incorporation were prepared by: Rudolph D. Griffith, Attorney at Law, 8245 NW 157th Street, Suite 203, Miami, FL 33187. Telephone (305)-253-3349 Voice (305)-253-4787 Facsimile