

1201 HAYS STREET  
TAMPA, FL 33606  
(813) 971-0300  
P9600052284



PRESERVE HALL  
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 986951 84848A

AUTHORIZATION :

COST LIMIT : \$

*Patricia Pizutto*

ORDER DATE : June 13, 1996

ORDER TIME : 2:58 PM

ORDER NO. : 986951

CUSTOMER NO: 84848A

700001861787

CUSTOMER: Hugo C. Edberg, Esq  
HUGO C. EDBERG, ESQ

Suite 180  
300 South Hyde Park Avenue  
Tampa, FL 33606

DOMESTIC FILING

NAME: FINANCIAL EXECUTIVES OF  
SARASOTA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

509-671  
W96-12720

*af*  
*6/19/96*

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96 JUN 13 PM 4:17

DIVISION OF CORPORATION

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JUN 14 PM 1:13



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

96 JUN 14 PM 1:13

June 14, 1996

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

**RESUBMIT**

Please give original  
submission date as file date.

SUBJECT: FLORIDA EXECUTIVES OF SARASOTA, INC.  
Ref. Number: W96000012720

We have received your document for FLORIDA EXECUTIVES OF SARASOTA, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The corporate name must be identical throughout 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) 487-6973.

Claretha Golden  
Document Specialist

Letter Number: 996A00029669

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96 JUN 19 AM 11:33  
DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION**

**OF**

**FINANCIAL EXECUTIVES OF SARASOTA, INC.**

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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

96 JUN 14 PM 1:13

The undersigned, acting as Incorporator of FINANCIAL EXECUTIVES OF SARASOTA, INC., under the Florida General Corporation Act, adopts the following Articles of Incorporation.

**ARTICLE I -- NAME AND PRINCIPAL PLACE OF BUSINESS**

The name of this Corporation is: FINANCIAL EXECUTIVES OF SARASOTA, INC. The principal office and mailing address of this corporation shall be 950 Tamiami Trail South, Sarasota, FL 34236.

**ARTICLE II -- DURATION**

The period of the Corporation duration shall be perpetual or until dissolved on a vote of the Shareholders as provided by law.

**ARTICLE III -- PURPOSE**

The general purpose or purposes for which the Corporation is formed is for mortgage brokerage and related activities. Additionally, the Corporation may engage in such other activities as may be necessary to permit it to carry out the general purposes for which it has been formed.

**ARTICLE IV -- CAPITAL STOCK**

A. The maximum number of shares of Capital Stock that this Corporation is authorized to issue and have outstanding at any one time is 10,000 shares of Common Stock, having a Par Value of \$1.00 per share. Except as agreed upon by and between the Shareholders, all Shareholders shall have preemptive rights with regard to acquisition of authorized but non-issued stock of the Corporation.

B. All or any portion of the Capital Stock may be issued in payment of cash or other real or personal property or services, having a value which in the judgment of the Board of Directors is at least equivalent to the full value of the stock to be issued. When stock has been issued, it shall become fully paid and non-assessable. The Directors shall be the sole judges of the value of any property, right or thing acquired in exchange for Capital Stock and their judgment of such value shall be conclusive.

C. This Corporation shall have the right to increase its Capital Stock either with or without Par Value and to provide in the event of such increase the designations, preferences, voting powers or restrictions or qualifications of voting powers of such additional stock in an amendment to its Certificate of Incorporation.

**ARTICLE V -- INITIAL REGISTERED AGENT AND OFFICE**

The street address of the initial Registered Office of this Corporation is Suite 180, 300 South Hyde Park Avenue, Tampa, FL 33606, and the name of the

initial Registered Agent is HUGO C. EDBERG, ESQUIRE, and the Corporation shall be authorized to open such other offices at such other locations as it shall deem suitable.

#### ARTICLE VI -- INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) initial Director. The number of Directors may either be increased or decreased from time to time as provided in the By-Laws but shall never be less than one. The name and address of the initial Director is as follows:

<u>NAME</u>	<u>ADDRESS</u>
BOB CANNATA	950 Tamiami Trail South Sarasota, FL 34236

#### ARTICLE VII -- INCORPORATOR

The name and post office address of the Incorporator:

<u>NAME</u>	<u>ADDRESS</u>
HUGO C. EDBERG, ESQUIRE	Suite 180 300 South Hyde Park Avenue Tampa, FL 33606

#### ARTICLE VIII -- CONTRACTS

No contract or transaction between this Corporation and any other corporation shall be affected by the fact that any Director of this Corporation is interested in or is a director or officer of such other corporation. Any Director, individually or jointly, may be a party to or may be interested in any contract or transaction of this Corporation which contract or transaction shall not be affected by the fact that any Director of this Corporation is a party in any way connected with such other person, firm or corporation. Any Director of this Corporation is hereby relieved from any liability that might otherwise exist from contracting with this Corporation for the benefit of himself or herself or any other firm, association or corporation in which he or she may be in any way interested, provided that the fact that any contract or other transaction with this Corporation is for the benefit of himself or herself or such firm, association or corporation in which he or she may be interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof.

#### ARTICLE IX -- BY-LAWS

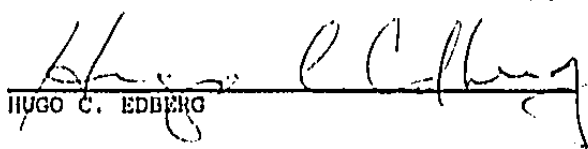
The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Shareholders, except that the Board of Directors may not amend or repeal any By-Laws adopted by Shareholders if the Shareholders specifically provide such By-Law is not subject to amendment or repeal by the Directors.

#### ARTICLE XI -- AMENDMENTS

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by law and all rights conferred on Shareholders herein granted are subject to this reservation. These Articles may be amended prior to the issuance of shares of the Corporation by the unanimous approval or consent of the Board of Directors. Thereafter, every amendment shall be approved by the

Board of Directors proposed by them to the Shareholders and approved at a Shareholders' Meeting by the holders of a majority of the shares entitled to vote thereon or in such other manner as may be provided by law.

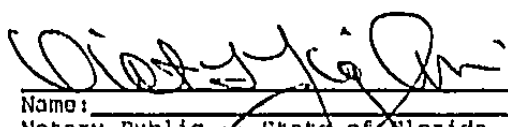
IN WITNESS WHEREOF, I, the undersigned Incorporator of this Corporation, have executed these Articles of Incorporation in Tampa, Florida, this 11th day of June, 1996.

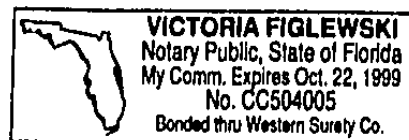
  
HUGO C. EDBERG

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgments, personally appeared HUGO C. EDBERG, to me known to be the person described as Subscriber in and who executed the foregoing Articles of Incorporation and acknowledged before me that he subscribed to these Articles of Incorporation and who is personally known to me.

10th WITNESS my hand and official seal in the County and State named above this day of June, 1996.

  
Name: \_\_\_\_\_  
Notary Public - State of Florida  
Commission No. \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_



CERTIFICATE DESIGNATING REGISTERED AGENT  
AND PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN  
THE STATE OF FLORIDA AND ACCEPTANCE  
OF AGENT UPON WHOM PROCESS MAY BE SERVED

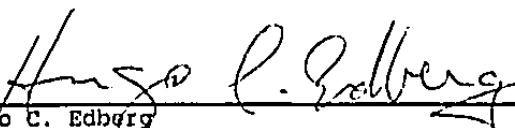
RECEIVED  
STATE  
JUN 14 1996  
11 13

FINANCIAL EXECUTIVES OF SARASOTA, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 950 Tamiami Trail South, Sarasota, FL 34236, has named Hugo C. Edberg, Esq., located at Suite 180, 300 South Hyde Park Avenue, Tampa, FL 33606, as its agent to accept service of process within the State of Florida.

DATED: June 10, 1996

  
Hugo C. Edberg, Incorporator

HAVING BEEN NAMED to accept service of process for the above-named Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity and agree to comply with the provisions of all Statutes relative to the proper performance of my duties.

  
Hugo C. Edberg  
Registered Agent