

P96000056427

TRANSMITTAL LETTER

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

000001880550
-07/01/96--01030--013
*****78.75 *****78.75

SUBJECT: Thornton Financial Corporation
(Proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$78.75 for the filing fee and certificate.

FROM:

James Thornton

Name (printed or typed)

4302 Gunn Highway, Suite 1212

Address

Tampa, Florida 33624

City, State & Zip

(813) 962-3933

Daytime Telephone number

FILED
96 JUL 11 AM 11:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dmc
7/3/96

SHAFNER, GILLERAN & MORTENSEN, P.C.

RAMUEL M. SHAFNER
MICHAEL G. GILLERAN
DAVID S. MORTENSEN
HARRY S. MILLER
MICHAEL W. BONOL
JOHN A. KOSTRUBANIC
TIMOTHY M. HUGHES
ELIZABETH M. ADLER
ELIZABETH F. MARX
CRAIG J. ZIADY

COUNSELORS AT LAW

150 FEDERAL STREET, 2ND FLOOR
BOSTON, MASSACHUSETTS 02110

TELEPHONE (617) 693-9090
FACSIMILE (617) 695-9255

June 26, 1996

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

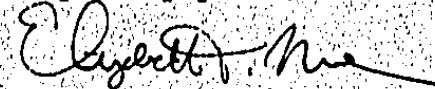
RE: THORNTON FINANCIAL CORPORATION

Enclosed for filing please find the original Articles of Incorporation and two copies, a Certificate of Designation of Registered Agent and a check in the amount of \$78.75 for Thornton Financial Corporation.

Please acknowledge receipt of this filing by date stamping the enclosed copy of this letter and the extra copy of the Articles of Incorporation enclosed and returning the same together with a copy of the certificate to my attention in the self-addressed stamped envelope provided.

Should you have any questions, please do not hesitate to contact John Kostrubanic, Esq. or me.

Very truly yours,



Elizabeth F. Marx

Enclosures

cc: John Kostrubanic, Esq.
James Thornton
Karim Kharroubi

ARTICLES OF INCORPORATION

FILED

96 JUL -1 AM 11:10

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Thornton Financial Corporation

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

4302 Gunn Highway
Suite 1212
Tampa, Florida 33624

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at anyone time is:

20,000 common shares with a no par value.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

James Thornton
4302 Gunn Highway
Suite 1212
Tampa, Florida 33624

ARTICLE V INCORPORATORS

The names and street addresses of the incorporators to these Articles of Incorporation are:

Karim Kharroubi
4302 Gunn Highway
Suite 1212
Tampa, Florida 33624

James Thornton
4302 Gunn Highway
Suite 1212
Tampa, Florida 33624

The undersigned incorporators have executed these Articles of Incorporation this 24 day of June, 1996.

Karim I. Kharroubi
Signature

James W. Thornton
Signature

Notarization is not required

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

FILED

96 JUL -1 AM 11:10

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Thornton Financial Corporation
2. The name and address of the registered agent and office is:

James Thornton

(NAME)

4302 Gunn Highway, Suite 1212

(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Tampa, Florida 33624

(CITY/STATE/ZIP)

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 obligations of my position as registered agent.

James W. Thornton
(SIGNATURE)

6/24/96
(DATE)

**Thornton Financial
Corporation**

8408 North Chevalier Ave Suite M3
Tampa, FL 33604-2641

P96000056427

September 10, 1987

Florida Department of State

Dear Secretary Of State Sandra B. Mortham:

Please be advised that Thornton Financial Corporation (Doc. # P96000056427) has changed its address to the return address above. If there are any questions please contact me at (813) 247-4067 ext. 318 or (813) 354-1884. Thank you

Sincerely,

Karim Kharoubi

Karim I. Kharoubi
Chief Financial Officer