

1201 HAYS STREET  
TALLAHASSEE, FL 32301-1607  
904-222-1111

800-342-8086

996000058141



ACCOUNT NO. : 072100000032

REFERENCE : 014922 148191A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : July 10, 1996

ORDER TIME : 11:31 AM

ORDER NO. : 014922

CUSTOMER NO: 148191A

CUSTOMER: Mr. John J. Regan, Jr  
MR. JOHN J. REGAN, JR

Suite B38  
3350 N.W. Boca Raton Boulevard  
Boca Raton, FL 33431

07/10/96 01095-020  
\*\*\*\*122.50 \*\*\*\*122.50

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
56 JUL 10 AM 11:46

DOMESTIC FILING

NAME: LOAN DEPOT INC.

EFFECTIVE DATE:

XXX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis

EXAMINER'S INITIALS:

96  
7/11/96

RECEIVED  
56 JUL 10 PM 12:16  
DIVISION OF CORPORATIONS



3380 N.W. Boca Raton Blvd.  
Suite B-38  
Boca Raton, FL 33431  
407-780-2480  
407-780-2489 Fax  
800-726-5778

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
JUL 10 AM 11:46

Sandra B. Mortham  
Secretary of State  
Florida Department of State  
P.O. Box 6327  
Tallahassee, FL 32314

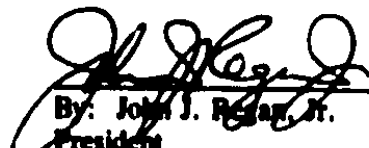
July 9, 1996

Dear Secretary Mortham:

Pursuant to the enclosed documentation which explains the transfer of the DBA Fictitious Name and Service Mark of Loan Depot from Creative Capital Corp. to Entrega Mortgage Lenders, Inc., I hereby authorize that Loan Depot Inc. can be created as a Florida Corporation being formed by Entrega, Inc.

Thank you for your assistance with this matter. If you have any questions we can be reached at (813) 287-0333 as I am now also President of Entrega, Inc.

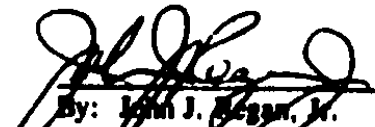
Sincerely,  
Creative Capital Corp.

  
By: John J. Regan, Jr.  
President

Entrega Mortgage Lenders, Inc.

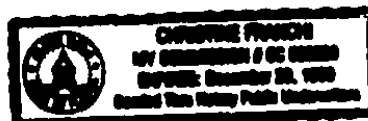
  
By: Kathleen Everett  
Chief Operating Officer

Entrega, Inc.

  
By: John J. Regan, Jr.  
President

Witnessed on this 9th day of July, 1996, the above personally appeared before me, Christine Franchi, Notary Public for the State of Florida.

  
Christine Franchi  
Notary Public



FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

96 JUL 10 AM 11:46

**ARTICLES OF INCORPORATION**

of

**LOAN DEPOT INC.**

The undersigned subscriber to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

**ARTICLE I - CORPORATION NAME**

The name of the corporation is:

**LOAN DEPOT INC.**

**ARTICLE II - DURATION**

This corporation shall exist perpetually unless dissolved according to Florida law.

**ARTICLE III - PURPOSE**

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV - CAPITAL STOCK**

There will be two (2) classes of stock. The corporation is authorized to issue ten thousand shares (10,000) of one Dollar (\$1.00) par value Common Stock, which shall be designated as "Common Shares" and one hundred thousand shares (100,000) of one thousand Dollar (\$1,000.00) par value Preferred Stock which shall be designated as "Preferred Shares". The Preferred Stock will have no voting rights.

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

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

John J. Regan, Jr., President  
Entrega, Inc.  
2701 North Rocky Point Drive #1000  
Tampa, FL 33607

The principal office, or the mailing address of the corporation is:

LOAN DEPOT INC.  
2701 North Rocky Point Drive #1000  
Tampa, FL 33607

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

This corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

Judy M. Cooper

Entrega, Inc.

2701 N. Rocky Point Dr.

Suite #1000

Tampa, FL 33607

Kathleen Everett

Entrega, Inc.

2701 N. Rocky Point Dr.

Suite #1000

Tampa, FL 33607

John J. Regan, Jr.

Entrega, Inc.

2701 N. Rocky Point Dr.

Suite #1000

Tampa, FL 33607

#### **ARTICLE VII - INCORPORATORS**

The name and address of the incorporator signing these Articles of Incorporation is as follows:

John J. Regan, Jr.

Entrega, Inc.

2701 North Rocky Point Drive

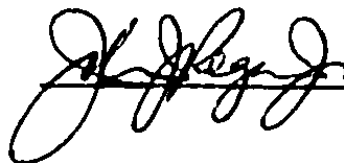
Suite #1000

Tampa, FL 33607

#### **ARTICLE VIII - AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the board of Directors, proposed by them to stockholders meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation is made.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 9th day of July, 1996.

 (Seal)

**CERTIFICATE AND ACKNOWLEDGEMENT  
OF REGISTERED AGENT**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JUL 10 AM 11:46

**CERTIFICATE OF REGISTERED AGENT**

**OF**

**LOAN DEPOT INC.**

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted: The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at

2701 North Rocky Point Drive  
Suite #1000  
Tampa, FL 33607

has named

John J. Regan, Jr.

located at the aforesaid address, as its Registered Agent to accept service of process within the state.

**ACKNOWLEDGEMENT**

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designed in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provision of Florida Law in keeping open said office.

Dated: July 9, 1996

  
John J. Regan, Jr. (registered agent)

Officer Director  
Resignation Sp  
9/3/96

**JOHN J. REGAN, JR.**

105 Lighthouse Drive  
Jupiter, Florida 33469

407-746-9949

August 26, 1996

Sandra B. Mortham  
Secretary of State  
Florida Department of State  
P.O. Box 6327  
Tallahassee, FL 32314

Dear Secretary Mortham:

This letter is to notify you that I have resigned as an officer, director  
of the following corporations effective August 16, 1996:

Entrega Inc.	P95000097388
Entrega Mortgage Lenders Inc.	L78435
✓ Loan Depot Inc.	P96000058141
Creative Capital Corp.	P95000018350

FILED  
SEP - 3 1996  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Entrega Inc. is the parent company for the other three companies noted  
above. Entrega's Chairman and majority stockholder is:

Irving Brown  
Chairman  
Entrega Inc.  
2701 N. Rocky Point Drive-Suite 1000  
Tampa, FL 33607

Mr. Brown's personal residence is: 110 Clays Trail  
Oldsmar, FL 34577

Thank you for your attention to the above information. Enclosed is my  
check for \$140 to cover the cost. Please date/stamp the enclosed copy of this  
letter and return it to my attention in the return envelope provided.

Sincerely,

  
John J. Regan, Jr.

P96000058141

JOHN J. REGAN, JR.

106 Lighthouse Drive  
Jupiter, Florida 33409

407-744-9949

September 22, 1996

Ms. Susan Payne  
Senior Corporate Section Administrator  
Division of Corporations  
Florida Department of State  
P.O. Box 6327  
Tallahassee, FL 32314

600001969676  
-10/09/96--01105--002  
\*\*\*\*350.00 \*\*\*\*07.50

Dear Ms. Payne,

Pursuant to our recent telephone conversation and my previous letter to Secretary Mortham of August 26, 1996 (copy attached), enclosed is the additional paperwork and fees required for my resignation as an officer, director and registered agent of Entrega Inc., Entrega Mortgage Lenders Inc., Loan Depot Inc. and Creative Capital Corp.

As we discussed, I am in an adversarial position with the Entrega organization and its Chairman, Operating Officer and Controller. I am presently pursuing my legal remedies through the State Attorney's office in Tampa.

I have previously communicated my resignation to the Chairman, but I will comply with your new instructions and send additional copies of the "Resignation of Registered Agent" to Entrega's address at 2701 N. Rocky Point Drive, Suite 1000, Tampa, FL 33607.

Thank you for your help with this matter.

FILING 37.50  
R. AGENT \_\_\_\_\_  
CERT. COPY \_\_\_\_\_  
CUS \_\_\_\_\_  
OVERPAYMENT \_\_\_\_\_  
TOTAL 37.50

Sincerely,

  
John J. Regan, Jr.

Attachments

RA Resignation  
Sp 10/2/96



## RESIGNATION OF REGISTERED AGENT

Pursuant to the provisions of sections 607.0602(2), 617.0602(2), 607.1508, or 617.1509,

Florida Statutes, the undersigned,

JOHN J. REGAN JR.

(Name of registered agent)

hereby resigns as Registered Agent for

LOAN DEPOT INC.

(Name of corporation)

P 96 080058141

effective 8-16-96

A copy of this resignation was mailed to the above listed corporation at its last known address.

The agency is terminated and the office discontinued on the 31st day after the date on which this statement is filed.

[Signature]

(Signature of resigning agent)

If signing on behalf

of entity:

CR:

(Typed or Printed Name)

(Capacity)

RECEIVED  
DIVISION OF CORPORATIONS  
SEP 11 1996  
TALLAHASSEE, FL

Fee for filing this document:

\$67.50 - Active corporation

\$35.00 - Administratively dissolved corporation

DIVISION OF CORPORATIONS - P.O. BOX 6327 - TALLAHASSEE, FL 32314



FLORIDA DEPARTMENT OF STATE  
Suzyra, Monahan  
Secretary of State

P96000058141

November 7, 1996

LOAN DEPOT INC.  
2701 NORTH ROCKY POINT DRIVE #1000  
TAMPA, FL 33607

SUBJECT: LOAN DEPOT INC.  
Ref. Number: P96000058141

Our records indicate the registered agent for the above named corporation resigned on October 4, 1996 and that the corporation currently does not have a registered agent designated.

Chapter 607, Florida Statutes, requires this office to give 60 days notice of our intent to dissolve a corporation for failure to appoint and maintain a registered agent.

This letter is our notice of intent to dissolve the above named corporation 60 days from the date of this letter if a registered agent is not properly designated.

Enclosed is registered agent designation application for you to complete and return with a filing fee of \$35.

If you should need any further information, please contact our office at (804)-487-6050.

Carol Mustain  
Corporate Specialist



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

**January 8, 1997**

**LOAN DEPOT INC.**  
**2701 NORTH ROCKYPOINT DRIVE, #1000**  
**TAMPA, FL 33607**

**SUBJECT: LOAN DEPOT INC.**

**Document #: P96000058141**

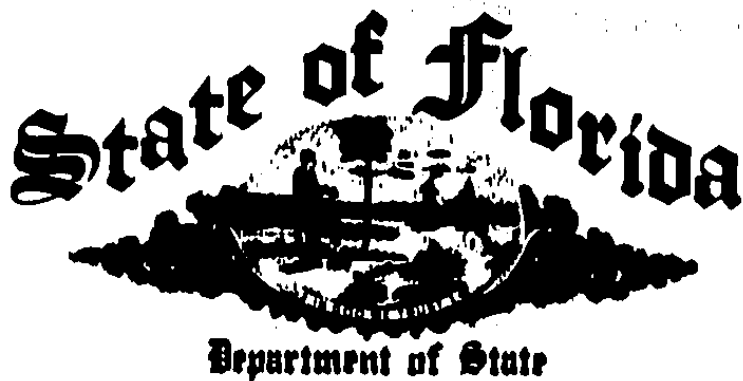
**Due to your failure to respond to our letter advising you of your corporation not maintaining a registered agent and giving you 60 days notice of our intent to dissolve the above corporation, this corporation is now administratively dissolved.**

**A Certificate of Dissolution is enclosed.**

**If you have any questions concerning this matter, please call (904) 487-8916.**

**Carol Mustain**  
**Corporate Specialist**  
**Amendment Section**  
**Division of Corporations**

**Letter Number: 197A00000888**



#### CERTIFICATE OF ADMINISTRATIVE DISSOLUTION

The provisions of section 607.1421 or 617.1421, Florida Statutes, which requires 60 days notice of a proposed dissolution, have been met for LOAN DEPOT INC., a corporation organized under the laws of the State of Florida. This corporation is hereby administratively dissolved as of January 8, 1997 for failure to designate and maintain a registered agent, as required by law.

The document number of this corporation is P96000058141.

Given under my hand and the  
Great Seal of the State of Florida,  
at Tallahassee, the Capitol, this the  
Eighth day of January, 1997



CR2EO22 (2-95)

*Sandra B. Northam*  
Sandra B. Northam  
Secretary of State