

P910000058506

UL-1196 11:34 AM EMPIRE CORPORATE T P.01/2
PUBLIC ACCESS SYSTEM
((H96000009625)) ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM EMPIRE CORPORATE KID COMPANY
DEPARTMENT OF STATE 1492 W FLAGLER ST
STATE OF FLORIDA SUITE 200
409 EAST GAINED STREET MIAMI FL 33135- 311-
TALLAHASSEE, FL 32309 CONTACT: RAY STORMONT
FAX: (904) 922-4000 PHONE: (305) 541-3694
FAX: (305) 541-3770
((H96000009625)) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: ATLANTIC HOME FINANCE, INC.
FAX AUDIT NUMBER: H96000009625 CURRENT STATUS: REQUESTED
DATE REQUESTED: 07/11/1996 TIME REQUESTED: 10:34:48
CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 8 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$70.00 ACCOUNT NUMBER: 072450003255
Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.
((H96000009625))
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NUM Connect: 00:32:51

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96 JUL 11 AM 10:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DIVISION OF CORPORATIONS

96 JUL 11 PM 12:49

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Handwritten signature/initials

JUL-11-1996 11:38

EMPIRE CORPORATE KIT

96 JUL 11 11:02/22
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF INCORPORATION
OF
ATLANTIC HOME FINANCE, INC.**

The undersigned hereby associate for the purpose of becoming a corporation under the Laws of the State of Florida, providing for the formation of a corporation for profit, with the powers, rights, privileges and immunities hereinafter mentioned, and make, subscribe and acknowledge and file with the Secretary of State of Florida, this Certificate of Incorporation, and to that end does by this certificate set forth:

ARTICLE I

The name of the corporation shall be **ATLANTIC HOME FINANCE, INC.**

ARTICLE II

The general nature of the business, objects and purpose proposed to be transacted and carried on, are to do any and all things allowed and permitted to be done by corporations under the Statutes of the State of Florida, and to do any and all things hereinafter mentioned as fully and to the same extent as natural persons might or could do, to-wit:

A. To engage in any lawful business.

wp51/corp/adamic, inc

CHARLES S. BENFATT, P.A.
4380 SHERRAN ST. • SUITE 2023
HOLLYWOOD, FL 33021
(305) 894-9449
FBN: 821-837

H960 00009625

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B. To acquire, hold, undertake and fully exploit the good will, property right, franchises and assets of every kind and the liabilities of any person, firm, association or corporation, either wholly or partly, and to pay for the same in cash, stocks and/or bonds of the company or otherwise.

C. To borrow money and contract debts when necessary for the transaction of the business or for the exercise of its corporate rights, privileges and/or franchises, or for any other lawful purpose of its incorporation, to issue bonds, promissory notes, bills for exchange, debenture and other obligations and evidence of indebtedness payable at a specified time or times, or payable upon the happening of a specified event or events whether by mortgage, pledge or otherwise, or unsecured for money borrowed or in payment for property or acquired or any other lawful object.

D. To guarantee, purchase, hold, sell assign, transfer, mortgage pledge or otherwise dispose of the shares or the capital stock of any bonds, securities or evidence of indebtedness created by any other States or Government and while owner of such stock to exercise all the rights, powers, and privileges of ownership, including the right to vote thereon.

E. To conduct business, have one or more offices and hold, purchase, mortgage and convey real and personal property in this State and in any of the several states, territories, possessions and dependencies of the United State, and District of Columbia and in foreign countries.

F. To do all and everything necessary for the accomplishment of the object enumerated in the Certificate of Incorporation or any amendment thereof or necessary or incidental to the

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protection and benefit of the corporation and, in general, to carry on any lawful business necessary or incidental to the attainment similar in nature to the objects set forth therein, it being understood that the foregoing enumeration of specific power shall not be deemed exclusive by all other lawful powers conferred by the Statutes of the State of Florida are hereby included.

ARTICLE III

The maximum number of shares of stock which the corporation is authorized to issue and have outstanding at any time is 100 (one hundred) shares of Common Stock which shall have One Dollar (\$1.00) par value.

ARTICLE IV

The amount of capital with which this corporation will begin business is not less than the sum of Five Hundred (\$500.00) Dollars.

ARTICLE V

The existence of this corporation shall be perpetual unless sooner dissolved according to law.

ARTICLE VI

H960 00009625

The principal place of business of this corporation is to be located at: 4111 Thomas Street, Hollywood , Florida 33021.

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ARTICLE VII

There shall be one or more Directors of this corporation.

ARTICLE VIII

The names and post office addresses of the first Board of Directors are as follows:

AINSLEY SMITH
4111 THOMAS STREET
HOLLYWOOD, FLORIDA 33021

ARTICLE IX

The name and address of each subscriber of the Certificate of Incorporation and a statement of the number of shares of stock which they agree to take are as follows:

AINSLEY SMITH (100 SHARES)
4111 THOMAS STREET
HOLLYWOOD, FLORIDA 33021

the proceeds of which amount to One Hundred (\$100) Dollars.

H960 00009625

ARTICLE X

The name and address of the Incorporator and Registered Agent signing these Articles is:

CHARLES S. SERFATY
4330 Sheridan Street
Suite 202B
Hollywood, FL. 33021

ARTICLE XI

The Corporation shall indemnify any officer or former officer to the full extent permitted by law.

ARTICLE XII

The directors of the Corporation, in addition to the powers conferred by the laws of the State of Florida shall have the power to make, alter and repeal the By-Laws and to set apart out of any of the funds of the corporation available for dividends, a reserve or reserves for any proper purpose, and to alter or abolish such reserve.

A. The Corporation shall have a first lien on the shares of its members' stock and upon all dividends due them for any indebtedness by such members of the corporation.

B. The private property of the stockholders shall not be subject to the payment of the corporate debts to any extent whatever.

C. The Corporation shall have full power and lawful authority to accept property, real, personal or mixed, labor and services, in payment for shares of the capital stock, in lieu of cash, at just valuation to be fixed by its Board of Directors.

D. Shares of the capital stock of the company when certificates thereof shall be issued shall be fully paid and nonassessable.

E. Shares of the capital stock of the company shall be transferred only on the books of the company by the holder thereof in person, or by his attorney, upon the surrender and cancellation of a certificate or certificates for like number of shares.

F. The corporation reserves the right to amend, change or repeal any provisions contained in this Certificate of Incorporation in any manner now or hereinafter prescribed by law and all rights conferred on Officers, Directors and Stockholders herein are granted subject to this reserve.

ARTICLE XIII

The officers of this corporation are as follows:

AINSLEY SMITH-PRES/SEC/TREASURER

ARTICLE XIV

It is the intention of the initial Board of Directors to qualify as a domestic small business corporation, stock issued pursuant to a written plan to qualify for I.R.C. Section 1244.

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96 JUL 11 11:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE XV

Certificate designating plea of business or domicile for the service of process within this State, naming agent upon whom process may be served.

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

The ATLANTIC HOME FINANCE, INC., desiring to organize under the laws of the State of Florida with the principal offices as indicated in the Articles of Incorporation, has designated CHARLES S. SERFATY, to accept service of process within this State.

DATED this 9th day of July, 1996.


CHARLES S. SERFATY
Registered Agent
I hereby accept service of process.

The Registered Agent and street address of the registered office, place of business, or location for the service of process within this State is, 4330 Sheridan Street, Suite 202B, Hollywood, Florida 33021.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my seal at Hollywood, Broward County, Florida this 9th day of July, 1996.


CHARLES S. SERFATY

H960 00009625

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4:08 PM

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((H97000005373 0))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: ATLANTIC HOME FINANCE, INC.
AUDIT NUMBER.....H97000005373
DOC TYPE.....BASIC AMENDMENT
CERT. OF STATUS..0
CERT. COPIES.....0

PAGES..... 2
DEL.METHOD.. FAX
EST.CHARGE.. \$35.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
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CORRECTION
4-2-97

SH 4/8
NC

FILED
97 APR -8 PM 12:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

April 2, 1997

ATLANTIC HOME FINANCE, INC.
4111 THOMAS STREET
HOLLYWOOD, FL 33021

SUBJECT: ATLANTIC HOME FINANCE, INC.
REF: P96000058506

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The current name of the entity is as referenced above. Please correct your document accordingly.

Written approval and clearance of the terms BANK, BANKER, -BANK, BANKING, TRUST COMPANY, BANCSHARES, SAVINGS & LOAN ASSOCIATION, SAVINGS BANK, or CREDIT UNION must be obtained from the Division of Banking and Finance, pursuant to section 655.922(2a), Florida Statutes. The address is:

Division of Banking
Director's Office
Suite 1401, The Capitol
Tallahassee, FL 32399-0350
(904) 488-1111.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

The name and capacity of the person signing the document must be noted beneath or opposite the signature.

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) 487-6906.

Darlene Connell
Corporate Specialist

FAX Aud. #: H97000005373
Letter Number: 197A00016564

4:08 PM

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((M97000005373 0))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: ATLANTIC HOME FINANCE, INC.

AUDIT NUMBER.....H97000005373

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CERT. COPIES.....0

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EST.CHARGE.. \$35.00

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97 APR -2 AM 8:07
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE

Sandra B. Morham
Secretary of State

April 3, 1997

ATLANTIC HOME FINANCE, INC.
4111 THOMAS STREET
HOLLYWOOD, FL 33021

SUBJECT: ATLANTIC HOME FINANCE, INC.
REF: P96000058506

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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) 487-6908.

Steven Harris
Corporate Specialist

FAX Aud. #: H97000005373
Letter Number: 197A00016744

4:08 PM

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((H97000005373 0))

TO: DIVISION OF CORPORATIONS

FAX #: (904) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305) 541-3694

ACCT#: 072450003255

FAX #: (305) 541-3770

NAME: ATLANTIC HOME FINANCE, INC.
AUDIT NUMBER.....H97000005373
DOC TYPE.....BASIC AMENDMENT
CERT. OF STATUS..0
CERT. COPIES.....0

PAGES..... 2
DEL.METHOD.. FAX
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CORRECTION
4-2-97

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97 APR -3 AM 8:02
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE

Sandra B. Morham
Secretary of State

April 7, 1997

ATLANTIC HOME FINANCE, INC.
4111 THOMAS STREET
HOLLYWOOD, FL 33021

SUBJECT: ATLANTIC HOME FINANCE, INC.
REF: F96000058506

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The current name of the entity is as referenced above. Please correct your document accordingly.

The name is spelled incorrectly in the heading. It reads "Financing" instead of "Finance".

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 (804) 487-0808.

Steven Harris
Corporate Specialist

FAX Aud. #: H97000005373
Letter Number: 297A00017348

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67 APR - 8 AM '97
IN REPLY OF CORRESPONDENCE



ROBERT F. MILLIGAN
COMPTROLLER OF FLORIDA

OFFICE OF COMPTROLLER
DEPARTMENT OF BANKING AND FINANCE
STATE OF FLORIDA
TALLAHASSEE
32399-0350

March 24, 1987

Mr. Ainsley Smith
20220 NW 3rd Avenue
Miami, FL 33168

Dear Mr. Smith:

Re: "1st Security Mortgage Bank, Inc."

On February 21, 1987, the Division of Banking received your request for clearance to use the above-mentioned corporate name. This request was noticed in the Florida Administrative Weekly beginning February 23, 1987, for 21 days until March 21, 1987 for public comment.

Section 655.922(2)(a), Florida Statutes, states in pertinent part as follows:

(2)(a) No person other than a financial institution shall, in this state:

(a) Transact business under any name or title that contains the words "bank," "banker," "banking," "trust company," "savings and loan association," "savings bank," or "credit union," or words of similar import, in any context or in any manner;

(b) Use any name, word, sign, symbol, or device in any context or in any manner; or

(c) Circulate or use any letterhead, billhead, circular paper, or writing of any kind or otherwise advertise or represent in any manner, which indicates or reasonably implies that the business being conducted or advertised is the kind or character of business transacted or conducted by a financial institution or which is likely to lead any person to believe that such business is that of a financial institution; however, the words "bank," "banker," "banking," "trust company," "savings and loan association," "savings bank," or "credit union," or the plural of any thereof, may be

March 24, 1997
Page Two

used by, and in the corporate or other name or title of, any company which is or becomes a financial institution holding company pursuant to federal law; any subsidiary of any such financial institution holding company which includes as a part of its name or title all or any part, or abbreviations, of the name or title of the financial institution holding company of which it is a subsidiary; any trade organization or association, whether or not incorporated, functioning for the purpose of promoting the interests of financial institutions or financial institution holding companies, the active members of which are financial institutions or financial institution holding companies; and any international development bank chartered pursuant to part II of chapter 663.

It is the opinion of this Department that your corporate name is definitive enough to differentiate the business being conducted from that of a financial institution, trust company or holding company. Therefore, the Department is able to grant your request for approval of the corporate name "1st Security Mortgage Banc, Inc."

Sincerely,



Wm. Douglas Johnson
Assistant Director
Division of Banking
101 East Gaines Street
The Fletcher Bldg. - 8th Floor
Tallahassee, FL 32399-0360
(904) 488-1111

:kr

cc: Ms. Karen Beyer, Chief
Bureau of Corporate Records
Division of Corporations
Secretary of State's Office

197000005373

③

CERTIFICATE OF AMENDMENT

OF

ATLANTIC HOME FINANCE, INC

The shareholders of ATLANTIC HOME FINANCE, INC have unanimously approved the following amendments to the Articles of Incorporation adopted as of April 1, 1997.

ARTICLE I - NAME OF CORPORATION

The name of the corporation shall be amended as follows: 1ST SECURITY MORTGAGE BANC, INC.

IN WITNESS WHEREOF, the undersigned has set his signature and seal as a subscriber and has acknowledged and filed in the office of the Department of State of Florida, this Certificate of Amendment to the Certificate of Incorporation of ATLANTIC HOME FINANCE, INC. this 1ST day of April, 1997.


AINSLEY SMITH - PRESIDENT

FILED
97 APR -8 PM 12:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Prepared by:
Charles S. Serfaty, Esq.
4330 Sheridan Street
Suite 202-B
Hollywood, Florida 33021
(954) 894-9449

FBN: 821 837

H97000005373

P96000058506

8

4:00 PM

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((H97000005373 0))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: ATLANTIC HOME FINANCE, INC.

AUDIT NUMBER.....H97000005373

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 2

CERT. COPIES.....0

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4-2-97

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97 APR -8 PM 12:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

April 2, 1997

ATLANTIC HOME FINANCE, INC.
4111 THOMAS STREET
HOLLYWOOD, FL 33021**SUBJECT: ATLANTIC HOME FINANCE, INC.**
REF: F96000058506

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Written approval and clearance of the terms **BANK, BANKER, -BANK, BANKING, TRUST COMPANY, BANCSHARES, SAVINGS & LOAN ASSOCIATION, SAVINGS BANK, or CREDIT UNION** must be obtained from the Division of Banking and Finance, pursuant to section 655.922(2a), Florida Statutes. The address is:

Division of Banking
Director's Office
Suite 1401, The Capitol
Tallahassee, FL 32399-0350
(904) 488-1111.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

The name and capacity of the person signing the document must be noted beneath or opposite the signature.

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) 487-6906.

Darlene Connell
Corporate Specialist

FAX Aud. #: M97000005373
Letter Number: 197A00016564

4:08 PM

PUBLIC ACCESS SYSTEM
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: ATLANTIC HOME FINANCE, INC.
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97 APR -2 AM 8:07
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 3, 1997

ATLANTIC HOME FINANCE, INC.
4111 THOMAS STREET
HOLLYWOOD, FL 33021

SUBJECT: ATLANTIC HOME FINANCE, INC.
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Steven Harris
Corporate Specialist

FAX Aud. #: H97000005379
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PUBLIC ACCESS SYSTEM
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O: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: ATLANTIC HOME FINANCE, INC.

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CORRECTION
4-2-97

RECEIVED
97 APR -3 AM 8:02
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 7, 1997

ATLANTIC HOME FINANCE, INC.
4111 THOMAS STREET
HOLLYWOOD, FL 33021

SUBJECT: ATLANTIC HOME FINANCE, INC.
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Steven Harris
Corporate Specialist

FAX Aud. #: E97000005373
Letter Number: 297A00017348

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APR 8 1997
DIVISION OF CORPORATIONS



ROBERT F. MILLIGAN
COMPTROLLER OF FLORIDA

OFFICE OF COMPTROLLER
DEPARTMENT OF BANKING AND FINANCE
STATE OF FLORIDA
TALLAHASSEE
32399-0350

March 24, 1987

Mr. Ainsley Smith
20220 NW 3rd Avenue
Miami, FL 33168

Dear Mr. Smith:

Re: "1st Security Mortgage Banc, Inc."

On February 21, 1987, the Division of Banking received your request for clearance to use the above-mentioned corporate name. This request was noticed in the Florida Administrative Weekly beginning February 28, 1987, for 21 days until March 21, 1987 for public comment.

Section 655.922(2)(a), Florida Statutes, states in pertinent part as follows:

(2)(a) No person other than a financial institution shall, in this state:

(a) Transact business under any name or title that contains the words "bank," "banker," "banking," "trust company," "savings and loan association," "savings bank," or "credit union," or words of similar import, in any context or in any manner;

(b) Use any name, word, sign, symbol, or device in any context or in any manner; or

(c) Circulate or use any letterhead, billhead, circular, paper, or writing of any kind or otherwise advertise or represent in any manner, which indicates or reasonably implies that the business being conducted or advertised is the kind or character of business transacted or conducted by a financial institution or which is likely to lead any person to believe that such business is that of a financial institution; however, the words "bank," "banker," "banking," "trust company," "savings and loan association," "savings bank," or "credit union," or the plural of any thereof, may be

March 24, 1997
Page Two

used by, and in the corporate or other name or title of, any company which is or becomes a financial institution holding company pursuant to federal law; any subsidiary of any such financial institution holding company which includes as a part of its name or title all or any part, or abbreviations, of the name or title of the financial institution holding company of which it is a subsidiary; any trade organization or association, whether or not incorporated, functioning for the purpose of promoting the interests of financial institutions or financial institution holding companies, the active members of which are financial institutions or financial institution holding companies; and any international development bank chartered pursuant to part II of chapter 663.

It is the opinion of this Department that your corporate name is definitive enough to differentiate the business being conducted from that of a financial institution, trust company or holding company. Therefore, the Department is able to grant your request for approval of the corporate name "1st Security Mortgage Banc, Inc."

Sincerely,



Wm. Douglas Johnson
Assistant Director
Division of Banking
101 East Gaines Street
The Fletcher Bldg. - 8th Floor
Tallahassee, FL 32399-0360
(904) 488-1111

:kr

cc: Ms. Karen Beyer, Chief
Bureau of Corporate Records
Division of Corporations
Secretary of State's Office

197000005373

(2)

CERTIFICATE OF AMENDMENT

OF

ATLANTIC HOME FINANCE, INC

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ARTICLE I - NAME OF CORPORATION

The name of the corporation shall be amended as follows: 1ST SECURITY MORTGAGE BANC, INC.

IN WITNESS WHEREOF, the undersigned has set his signature and seal as a subscriber and has acknowledged and filed in the office of the Department of State of Florida, this Certificate of Amendment to the Certificate of Incorporation of ATLANTIC HOME FINANCE, INC. this 1ST day of April, 1997.


AINSLEY SMITH - PRESIDENT

FILED
97 APR -8 PM 12:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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