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JAMES A. BOND, P. A.  
ATTORNEY AT LAW

TREASURE COAST BANK BUILDING  
NORTH POLE  
1891 S.W. 27TH STREET  
PALM CITY, FLORIDA 32909

TELEPHONE  
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August 2, 1996

400001913204  
-08/06/96--01005--017  
\*\*\*\*\*122.50 \*\*\*\*\*122.50

Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

Re: Foxpoint Mortgage, Inc.  
Articles of Incorporation

Dear Sir:

Enclosed herewith please find the original and three (3) copies of the Articles of Incorporation for above named corporation, together with my check in the amount of \$122.50.

The acceptance of the duties and responsibilities by the Registered Agent is shown at Article V.

I have enclosed a stamped, self-addressed envelope for your convenience in returning copy to me.

If you have any questions, please do not hesitate to contact my office.

Sincerely,



James A. Bond

JAB/jm

/enclosures

8/7/96  
JB

FILED  
96 AUG -5 AM 9:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
FOXPOINT MORTGAGE, INC.**

FILED  
MAY 15 1961  
CLERK OF COURT  
JULIUS ROSENTHAL

**ARTICLE I**

The name of this Corporation shall be FOXPOINT MORTGAGE, INC.

**ARTICLE II**

This Corporation shall exist in perpetuity.

**ARTICLE III**

The general nature of the business to be transacted by this Corporation is to: Manufacture, purchase or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, foodstuffs, and services of every kind and description, except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telephone, telegraph, or cemetery company, a building and loan association, fraternal benefit society, state fair or exposition.

**ARTICLE IV**

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of common stock having a par value of One Dollar (\$1.00) per share.

#### **ARTICLE V**

The name of the registered agent is HERBERT C. GADDIS, and the street address of the initial registered agent is 901 Martin Downs Blvd., Suite 201, Palm City, FL 34990.

The Registered Agent hereby affirms that he is familiar with and accepts the duties and responsibilities of Registered Agent for said Corporation.

#### **ARTICLE VI**

This Corporation shall have one director initially, the name of the initial director is HERBERT C. GADDIS, and his address is 901 Martin Downs Blvd., Suite 201, Palm City, FL 34990. The number of directors may be increased or diminished from time to time by the By-Laws of the Corporation, but shall never be less than one director.

#### **ARTICLE VII**

The name and address of the subscriber of these Articles of Incorporation is HERBERT C. GADDIS, 901 Martin Downs Boulevard, Ste. 201, Palm City, FL 34990.

#### **ARTICLE VIII**

The business location and address of the corporation is 901 Martin Downs Boulevard, Ste. 201, Palm City, FL 34990.

#### **ARTICLE IX**

These Articles of Incorporation may be amended in the manner prescribed by law. Every amendment shall be approved by the Board

of Directors, proposed to them by the Stockholders and approved at a Stockholder's meeting by a majority of the stock entitled to vote thereon, or by one of the Board of Directors and approved by such Board of Directors by a majority thereof, unless all of the Directors and Stockholders sign a written statement and agreement manifesting their intention that a signed statement shall signify their approval of an Amendment to these Articles of Incorporation be made.

#### ARTICLE X

Upon the sale of any unissued or treasury stock of the corporation, each stockholder shall have the preemptive right to purchase his or her pro-rata share thereof at the price at which it is offered to others. This preemptive right is limited to the extent that no fractional shares shall be sold or issued.

#### ARTICLE XI

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

  
HERBERT C. GADDIS, Registered  
Agent, Director and Subscriber

STATE OF FLORIDA,

COUNTY OF MARTIN:

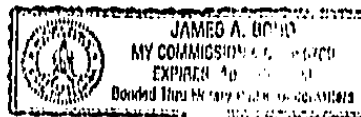
I HEREBY CERTIFY THAT HERBERT C. GADDIS appeared before me and is personally known to me to be the same person whose name is

signed to the foregoing instrument, or, who has produced  
\_\_\_\_\_ as identification, and who, under oath,  
acknowledged that he signed the instrument as his free and  
voluntary act for the uses and purposes therein set forth.

GIVEN under my hand and official seal this 2 day of  
August, 1996.

MY COMMISSION EXPIRES:

  
JAMES A. BOND  
NOTARY PUBLIC



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OF  
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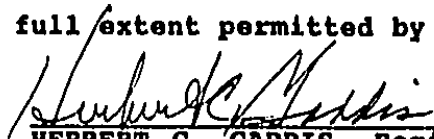
of Directors, proposed to them by the Stockholders and approved at a Stockholder's meeting by a majority of the stock entitled to vote thereon, or by one of the Board of Directors and approved by such Board of Directors by a majority thereof, unless all of the Directors and Stockholders sign a written statement and agreement manifesting their intention that a signed statement shall signify their approval of an Amendment to these Articles of Incorporation be made.

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HERBERT C. GADDIS, Registered  
Agent, Director and Subscriber

STATE OF FLORIDA,

COUNTY OF MARTIN:

I HEREBY CERTIFY THAT HERBERT C. GADDIS appeared before me and is personally known to me to be the same person whose name is

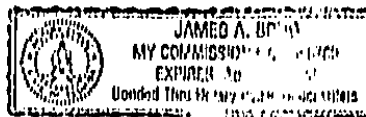


signed to the foregoing instrument, or, who has produced  
\_\_\_\_\_ as identification, and who, under oath,  
acknowledged that he signed the instrument as his free and  
voluntary act for the uses and purposes therein set forth.

GIVEN under my hand and official seal this 2 day of  
August, 1996.

MY COMMISSION EXPIRES:

James A. Bond  
JAMES A. BOND  
NOTARY PUBLIC



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96 AUG -5 AM 9:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA