

P96000078936



FINANCIAL MORTGAGE GROUP, INC.

4 S. E. 6th Avenue
Delray Beach, FL. 33483

FILED
SEP 23 PM 4:38
STATE
TALLAHASSEE, FLORIDA
(561) 273-7443

September 9, 1996

Florida Department of State
Division of Corporations
New Filing Section
P.O. Box 6327
Tallahassee, Florida 32314

200001945732
-09/12/96--01058--006
*****70.00 *****70.00

Re: Financial Mortgage Group, Inc.

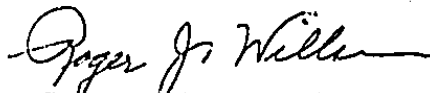
Gentlemen:

I am enclosing the Articles of Incorporation on the above referenced new corporation for filing.

Also enclosed, please find check #1939 in the amount of \$70 covering applicable filing fees.

Yours truly,

FINANCIAL MORTGAGE GROUP, INC.


Roger J. Willson, President

SEP 23 1996

W96-19275



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 12, 1996

ROGER J. WILSON
4 S.E. 6TH AVE.
DELRAY BEACH, FL 33483

SUBJECT: FINANCIAL MORTGAGE GROUP, INC.
Ref. Number: W96000019275

We have received your document for FINANCIAL MORTGAGE GROUP, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's 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) 487-6067.

Neysa Culligan
Document Specialist

Letter Number: 896A00042544

ARTICLES OF INCORPORATION
OF
FINANCIAL MORTGAGE GROUP, INC.

The UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be:

FINANCIAL MORTGAGE GROUP, INC.
c/o Roger J. Willson
4 S.E. 6th Avenue
Delray Beach, FL. 33483

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and will exist perpetually thereafter unless earlier dissolved in the manner prescribed by law.

ARTICLE III

The purpose of the Corporation is to engage in, for profit, any lawful act and activity for which corporations may be organized under the Florida General Corporation Act, and the Corporation shall have such powers as is necessary to effectuate the purpose herein stated, the operation of real estate management, real estate salespersons, real estate brokers, mortgage brokers, all duly licensed or otherwise legally authorized within the State of Florida to render the same professional services of this corporation.

The foregoing purposes and activities will be interpreted as examples only and not as limitations, and nothing therein shall be deemed as prohibiting the corporation from extending its activities to any related or otherwise permissible lawful business (or professional) purposes which may become necessary, profitable, or desirable for the furtherance of the corporate objectives expressed above.

ARTICLE IV

- A. The maximum number of shares which the Corporation shall have the authority to issue is Ten Thousand (10,000) shares of Common Stock at One Dollar (\$1.00) per share par value.
- B. The consideration to be paid for each share shall be payable in lawful money or property, labor, or services.

ARTICLE V

The shareholders of any class or series of stock of the Corporation shall have the preemptive right to subscribe, in proportion to their holdings (rounded to the nearest full share) at the price it is offered to others, for any authorized by unissued or treasury stock of such class or series of the Corporation to be issued.

ARTICLE VI

The activities and affairs of the Corporation shall be managed by a Board of Directors, the number of members of which shall be such as from time to time shall be fixed by the By-laws of the Corporation; but in no event shall the number be less than one (1). The Board of Directors is expressly authorized to make, alter, or repeal the By-laws of the Corporation. The initial Board of Directors shall consist of one (1) director, whose name and address is as follows:

Roger J. Willson 109-26-0758
2345 N.E. 27th St.
Lighthouse Point, FL. 33064

ARTICLE VII

The Corporation shall have the power to enter into an indemnity agreement with any officer or director, or any former officer or director, indemnifying the same to the full extent permitted by law.

ARTICLE VIII

The initial registered agent of the Corporation, and the street address of the initial registered office of the Corporation in the State of Florida is:

Barbara Willson
4 S.E. 6th Avenue
Delray Beach, FL. 33483

ARTICLE IX

The name and address of the Incorporator hereunder is:

Barbara Willson
4 S.E. 6th Avenue
Delray Beach, FL. 33483

ARTICLE X

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 the laws of the State of Florida; and all rights and powers conferred on directors or shareholders herein are granted subject to this reservation.

ARTICLE XI

If all the directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the Corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

IN WITNESS WHEREOF, the undersigned, for the purpose of forming a corporation under the laws of the State of Florida does make, file and record these Articles, and certifies that the facts herein stated are true.


Incorporator and Registered Agent

STATE OF FLORIDA

COUNTY OF PALM BEACH

BEFORE ME, the undersigned, a Notary Public, in and for the State of Florida at Large, personally appeared Barbara Willson, the above-named Incorporator and Registered Agent, with whom I am personally acquainted, who acknowledged the execution of the foregoing instrument for the purpose therein contained.

Witness my hand and official seal in the State and County last aforesaid this 5th day of September, 1996.



MY COMMISSION # CC575855 EXPIRES
October 30, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

Notary Public,
State of Florida at Large



My Commission Expires:

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

Pursuant to the provisions of Section 607.325, 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: FINANCIAL MORTGAGE GROUP, INC.

2. The name and address of the registered agent and office is:

Barbara Willson

4 S.E. 6th Avenue, Delray Beach, Florida 33483

SIGNATURE: *Roger J. Wilson*

TITLE: P-10

DATE: 9/5/96

Having been named to accept service of process for the above-stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325, Florida Statutes.

SIGNATURE: *Barbara Willson*
Barbara Willson

DATE: September 5, 1996

REGISTERED AGENT FILING FEE: \$ _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA