

**CORPORATE  
ACCESS,  
INC.**

**P96000085794**

1116-D Thomasville Road, Mount Vernon Square, Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (904) 222-2666 or (800) 969-1666, Fax (904) 222-1666

**WALK IN**

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10/16/96

Am

☒ **CERTIFIED COPY**

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☒ **FILING**

Profit

1.) Pan Am Mortgage Corp  
(CORPORATE NAME & DOCUMENT #)

2.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

3.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

4.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

5.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

6.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

7.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

8.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

9.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

10.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

**SPECIAL INSTRUCTIONS**

700001978667-15  
-10/17/96 01:29-020  
\*\*\*134.50 \*\*\*122.50

**FILED**  
OCT 17 AM 11:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**RECEIVED**  
96 OCT 17 AM 11:07  
DIVISION OF CORPORATION

"When you need ACCESS to the world"  
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nc OCT 17 1996

Articles of Incorporation

of  
**PAN AM Mortgage Corp.**

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

FILED  
96 OCT 17 PM 12:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Article I - Corporate Name**

The name of the corporation is :

**PAN AM Mortgage Corp.**

**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 of America and the State of Florida.

**Article IV - Capital Stock**

There will be two (2) classes of stock. The corporation is authorized to issue Five thousand shares (5,000) of one Dollar (\$1.00) par value Common Stock, which shall be designated as "Common Shares" and Fifty thousand shares (50,000) of one hundred Dollar (\$100.00) 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:

**Pan Am Mortgage Corp.**

**Paula R. Casilio**

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

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

**Pan Am Mortgage Corp.**  
2701 North Rocky Point Drive, Suite 1000  
Tampa, FL 33607

#### **Article VI - Initial Board of Directors**

This corporation shall have ----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 directors of the corporation are as follows:

Emilio Morales  
2701 N. Rocky Point Dr.  
Tampa, FL 33607

Donald A. Albanese  
2701 N. Rocky Point Dr.  
Tampa, FL 33607

Paula R. Casillo  
2701 N. Rocky Point Dr.  
Tampa, FL 33607

#### **Article VII - Incorporator**

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

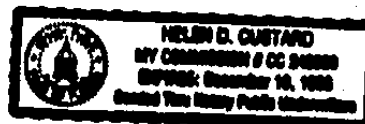
Paula R. Casillo  
2701 N. Rocky Point Dr.  
Tampa, FL 66307

#### **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 at the stockholders meeting and approved 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 excuted these Articles of Incorporation this 10/15/96.

*Helen D. Custard* \_\_\_\_\_ (Seal)



**Certificate and Acknowledgment  
of Registered Agent**

Certificate of Registered Agent

of

**Pan Am Mortgage Corp.**

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

**Paula R. Casillo**

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 designated 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 provisions of Florida Law in keeping open said office.

Dated: 10/15/96

*Paula R. Casillo*  
(registered agent)

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

96 OCT 17 PM 12:00

FILED

P96000085794

**Pan Am**

**Mortgage Corporation**

FILED  
97 JAN 21 AM 10:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1-16-97

Dear Sir:

100002064091--7  
-01/22/97--01060--002  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Enclosed is corporate amendment  
for some change. Also check for \$35.00

Thank you,

George Albane, CEO

N/c

VS JAN 27 1997



ROBERT F. MILLIGAN  
COMPTROLLER OF FLORIDA

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

December 20, 1996

Mr. Donald J. Albanese, CEO  
Pan Am Mortgage Corporation  
2701 North Rocky Point Drive  
Suite 1000  
Tampa, FL 33607

Dear Mr. Albanese:

Re: "Pan Am Mortgage Corp. - Mortgage Bankers "

Thank you for your recent letter/fax requesting approval for use of the above-referenced name. It is the opinion of this Department that your name is definitive enough to differentiate the business being conducted from that of a commercial bank or trust company. Therefore, the Department does not object to your use of the above-referenced name in your literature using the terminology "Mortgage Bankers" being registered to conduct business in the State of Florida.

Sincerely,

Wm. Douglas Johnson  
Assistant Director  
Division of Banking  
101 East Gaines Street  
Suite 636, The Fletcher Building  
Tallahassee, FL 32399-0350  
(904) 488-1111

:kr

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

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

FILED  
97 JAN 21 AM 10:06  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Pan Am Mortgage Corp.  
(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

**FIRST:** Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

*Name change to:*

*Pan Am Mortgage Bankers, Inc.*

*(see letter attached)*

**SECOND:** If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 1-16-97

FOURTH: Adoption of Amendment(s) (CHECK ONE)

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.  
*The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient  
for approval by \_\_\_\_\_,"  
voting group

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 16 of Jan., 19 97

Signature

Donald J. Albanese Pres. & CEO  
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Donald J. Albanese  
Typed or printed name

Pres.

Title