

P96000097175

TRANSMITTAL LETTER

Department of State
Division of Corporations
409 E Gaines Street
Tallahassee, Florida 32399

SUBJECT: INTEGRATED MORTGAGE SYSTEM, INCORPORATED.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$ 122.50

FROM:

Marlin R. Lee, Jr.
4834 N.W. 14th Drive
Coconut Creek, Florida 33063
(305) 979-5788

000002014050---S
-11/26/96--01076--001
****122.50 ****122.50

FILED
95 NOV 25 PM 3:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12-2-96
KR

**ARTICLE OF INCORPORATION
OF
INTEGRATED MORTGAGE SYSTEMS**

FILED
96 NOV 25 PM 3:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is **Integrated Mortgage Systems Incorporated.**

ARTICLE II - PRINCIPAL PLACE OF BUSINESS

The principal place of business of this corporation is 101 North State Road 7, Suite 111, Margate, Florida,
33063-4554.

ARTICLE III - DURATION

This corporation shall exist in perpetuity.

ARTICLE IV - PURPOSE

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

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 600 shares of \$1.00 par value common stock, which shall be designated
"Common Shares".

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent and office of this corporation are:

Marlin R. Lee, Jr.
101 N. State Rd. 7
Suite 111
Margate, Florida 33063-4554

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have three directors initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than two (2). The names and addresses of the initial directors of this corporation are:

Marlin R. Lee, Jr. Director	101 N. State Rd. 7 Suite 111 Margate, Florida 33063-4554
--------------------------------	--

Timothy P. Woodrum Director	101 N. State Rd. 7 Suite 111 Margate, Florida 33063-4554
--------------------------------	--

Sheri L. Garner Director	101 N. State Rd. 7 Suite 111 Margate, Florida 33063-4554
-----------------------------	--

ARTICLE VIII - INCORPORATORS

The names and addresses of the persons signing these Articles on Incorporation are:

Marlin R. Lee, Jr. Director	101 N. State Rd. 7 Suite 111 Margate, Florida 33063-4554
--------------------------------	--

Timothy P. Woodrum Director	101 N. State Rd. 7 Suite 111 Margate, Florida 33063-4554
--------------------------------	--

Sheri L. Garner Director	101 N. State Rd. 7 Suite 111 Margate, Florida 33063-4554
-----------------------------	--

ARTICLES IX - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

ARTICLES X - POWERS

This corporation shall have all of the powers enumerated on the Florida General Corporations Act.


ARTICLES XI - INDEMNIFICATION

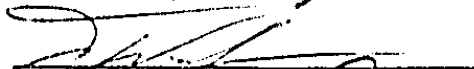
This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

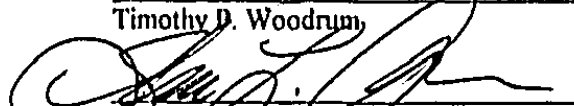
ARTICLE XII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 3 day of May, 1996.


Marlin R. Lee, Jr.



Timothy D. Woodrum


Sheri L. Garner

STATE OF FLORIDA)
) SS
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, this day, personally appeared Marlin R. Lee, Jr. and Timothy P. Woodrum and Sheri Garner, to me known and known to me to be the persons described herein and who executed the forgoing Articles of Incorporation for the purposes therein expressed.

SWORN TO and SUBSCRIBED before me this 3 day of
May, 1996.


Notary Public, State of Florida at Large
My Commission Expires:

MARGARET GERARDI
NOTARY PUBLIC, STATE OF FLORIDA
MY COMMISSION EXPIRES SEPTEMBER 5, 1999
NO. 199669

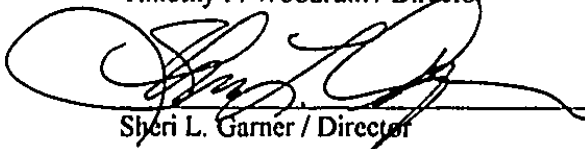
STANDARD SHAREHOLDERS AGREEMENT

All shareholders & directors agree that all gross receipts of Integrated Mortgage Systems Incorporated will be distributed equally among Marlin R. Lee, Jr., Timothy P. Woodrum and Sheri L. Garner the shareholders and directors of Integrated Mortgage Systems Inc.

IN WITNESS WHEREOF, the undersigned subscribers have executed this agreement this 3 day of May, 1996.


Marlin R. Lee, JR. / Director


Timothy P. Woodrum / Director


Sheri L. Garner / Director

Margaret Gerardi

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, 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:

INTEGRATED MORTGAGE SYSTEMS, INCORPORATED.

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

Marlin R. Lee, Jr.

Suite 111

101 North State Road 7

Margate, Florida 33063

FILED
95 NOV 25 PM 3:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Marlin R. Lee, Jr.