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City ZIP

Empire Toll Free: 1-800-432-3028

CORPORATION(S) NAME

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CR2E031 (R8-85)

ARTICLES OF INCORPORATION OF NATIONAL FINANCIAL CONSULTANTS, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

National Financial Consultants, Inc.

ARTICLE II - DURATION

The duration of this corporation is perpetual.

ARTICLE III - PURPOSE

The purpose for which this corporation is organized is any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

500 S. Australian Ave, #120 West Palm Beach, FL 33401

ARTICLE V - DIRECTORS

The names and street addresses of the initial directors are:

Stanley M. DuCovna 500 S. Australian Ave, #120 West Palm Beach, FL 33401

ARTICLE VI - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1,000 shares of Class A common voting stock at \$1.00 par value per share.

ARTICLE VII - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Jeffrey Paine, Esq. 500 S. Australian Avenue Suite 120 West Palm Beach, FL 33401

ARTICLE VIII - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Jeffrey Paine 500 S. Australian Avenue Suite 120 West Palm Beach, FL 33401

ARTICLE IX - BY-LAWS

The By-Laws of the Corporation shall be initially adopted by the Board of Directors, and may be changed or repealed by the affirmative vote of a majority of the shareholders at any meeting.

Dated this // day of December, 1996

Jeffrey/Parne

STATE OF FLORIDA

COUNTY OF PALM BEACH

I hereby certify that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgements, JEFFREY PAINE, who is well known to me.

Notary Public

My Commission Expires (SEAL)



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE OF PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

The following is submitted pursuant to Section 48.09(1) and Section 607.034, Florida Statutes.

NATIONAL FINANCIAL CONSULTANTS, INC. desiring to organize under the laws of the State of Florida, has named Jeffrey Paine, Esq., 500 S. Australian Avenue, Suite 120, West Palm Beach, Florida 33401, as its initial registered agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-stated corporation, at the above stated office within this State, I hereby accept to act in this capacity and agree to comply with the provisions of said statute relative to keeping the registered office of the corporation open from 10:00 a.m. to noon each day, except Saturdays, Sundays and legal holidays, and to post herein a sign designating the name of the corporation and the name of its registered agent.

Dated this ______ day of December, 1996.

Jeffrey Paine Esq.

96 DEC 20 AH II: 19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



500 SOUTH AUSTRALIAN AVENUE • SUITE 120 WEST PALM BEACH, FLORIDA 33401

TELEPHONE (561) 655-8966 FAX (561) 655-8766

May 6, 1997

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

Re: NATIONAL FINANCIAL CONSULTANTS, INC.

Dear Sir or Madam:

In connection with the above corporation, enclosed please find an Amendment to the Articles of Incorporation. Please return to this office a conformed copy of the same once it has been filed.

I have also enclosed our check in the amount of \$35.00 for your filing fee.

Should you have any questions, please do not hesitate to contact the undersigned. Thank you.

Sincerely yours,

Susan M. Torio

Certified Legal Assistant

Enclosures

NCRG-6/3

BOCA OFFICE:



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

May 14, 1997

SUSAN M. IORIO, CERTIFIED LEGAL ASST. JEFFREY PAINE, P.A. 500 SOUTH AUSTRALIAN AVE., SUITE 120 W. PALM BEACH, FL 33401

SUBJECT: NATIONAL FINANCIAL CONSULTANTS, INC. Ref. Number: P96000102548

We have received your document for NATIONAL FINANCIAL CONSULTANTS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6880.

Karen Gibson Corporate Specialist

Letter Number: 797A00025826

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF ARTICLES OF INCORPORATION OF ARTICLES OF INCORPORATIONAL FINANCIAL CONSULTANTS, INC.

Pursuant to the provisions of Section 607.1006 of the Forida General Corporation Act, the undersigned corporation as pts the following Articles of Amendments to its Articles of Incorporation.

- 1. The name of the Corporation is: NATIONAL FIG WCIAL CONSULTANTS, INC.
- 2. The following amendment of the Articles of In orporation was adopted by the Incorporator on December 20, 1996, $\,$ n the manner prescribed by the Florida General Corporation A t.
- A. Articles FIRST is hereby amended to reac as follows:

ARTICLE I - NAME

The name of the corporation shall be: FLAMINGO MORTGAGE XORPORATION

3. The incorporator duly makes this Amendment a d states that no stock has been issued at this time.

Dated this 23 day of May, 1997.

NATIONAL FINANCIAL CONSULTANTS, INC.

Jeffrey Paine Incorporator

Susan M. Iorio
MY COMMISSION / CC546903 EXPIRES
April 10, 2000
BONDED THRU TROY FAIN INSURANCE, INC.