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L. LISA BATTIS, P.A.

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55 East Osceola Street
Suite 100
Stuart, Florida 34994
561-287-1883
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November 20, 1996

Florida Department of State
Division of Corporations
The Capital
P.O. Box 6327
Tallahassee, Florida 32314

100002014841--6
-11/26/96--01137--010
****122.50 ****122.50

Re: C.M.S., Inc.

Dear Sir/Madam:

Please find enclosed the original and one copy of the Articles of Incorporation for the above referenced proposed Florida Corporation. Also enclosed is this firms check in the amount of One Hundred Twenty Two Dollars and Fifty Cents (\$122.50) representing the required filing fee.

Please file the enclosed Articles of Incorporation and return the certified copy to the undersigned in the self addressed stamped envelope provided for your convenience.

If you should require any additional information, please do not hesitate to contact me.

Thank you for your assistance in this matter.

Very Truly Yours,

L. LISA BATTIS, P.A.
55 E. Osceola Str., Ste. 100
Stuart, Florida 34994

L. Lisa Batts, Esquire
Florida Bar No.: 751881

LLB/

enclosure
cc: client

~~11/26/96 2:57/2~~
Dmc
12/3/96
502

FILED
96 DEC 26 AM 9:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 3, 1996

L. LISA BATTS, ESQUIRE
55 EAST OSCEOLA STREET
SUITE 100
STUART, FL 34994

SUBJECT: C.M.S., INC.
Ref. Number: W96000025262

C.M.S.

*Montgoe
Consultants, Inc.*

*Credit
Manager*

We have received your document for C.M.S., INC. and your check(s) totaling \$122.50. 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) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 396A00054195

RECEIVED DEC 5 1996

RECEIVED DEC 5 1996
Division of Corporations - P.O. BOX 6327 Tallahassee, Florida 32314

ARTICLES OF INCORPORATION
OF
C.M.S. MORTGAGE CONSULTANTS, INC.

FILED
96 DEC 26 AM 9:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this Corporation shall be C.M.S. MORTGAGE
CONSULTANTS, INC.

ARTICLE II

This Corporation shall exist in perpetuity.

ARTICLE III

The purpose for which the Corporation is organized is for
the transaction of any and all lawful business for which
Corporations may be incorporated under the Florida Corporation
Act.

ARTICLE IV

The initial street address of the principal office of this
Corporation in the State of Florida is: 1883 N.W. Shore Terrace,
Stuart, Florida 34994.

ARTICLE V

The maximum number of shares of stock that this Corporation
is authorized to have outstanding at any one time is 100 shares
of common stock having a par value of one dollar and no cents
(\$1.00) per share.

ARTICLE VI

The name of the registered agent is Susan K. Hawthorne, and the street address of the initial registered agent is 1883 N.W. Shore Terrace, Stuart, Florida 34994.

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

ARTICLE VII

This Corporation shall have two directors initially. The number of directors may be increased or decreased from time to time as set out in the By-Laws of the Corporation, but shall never be less than one director nor more than five. The names and addresses of the directors are:

Susan K. Hawthorne
1883 N.W. Shore Terrace
Stuart, Florida 34994

ARTICLE VIII

The name and address of the subscriber of these Articles of Incorporation is Susan K. Hawthorne

ARTICLE IX

The business location and address of the Corporation is 1883 N.W. Shore Terrace, Stuart, Florida 34994.

ARTICLE X

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 Stockholders'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 XI


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 XII

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

ARTICLE XIII

The Corporation shall purchase term life insurance on each Stockholder of the Corporation.


Susan K. Hawthorne, Registered
Agent and Subscriber

STATE OF FLORIDA

COUNTY OF MARTIN

I HEREBY CERTIFY THAT Susan K. Hawthorne 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 Florida Dr. License as identification, and who, under oath, acknowledged that he signed the instrument as her free and voluntary act for the uses and purposes therein set forth.

GIVEN under my hand and official seal this 13 day of

December, 1996.



NOTARY PUBLIC STATE OF FLORIDA
(Seal)Print Name: Carol Moe

04/01/2000
00557601