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

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-12/26/96--0100--0106
*****78.75 *****78.75

SUBJECT: Financial Plus Mortgage Services, Inc.
(Proposed corporate name - must include suffix)

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

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM: Alfreda J. Grady
Name (printed or typed)

3103 W Cherry Street
Address

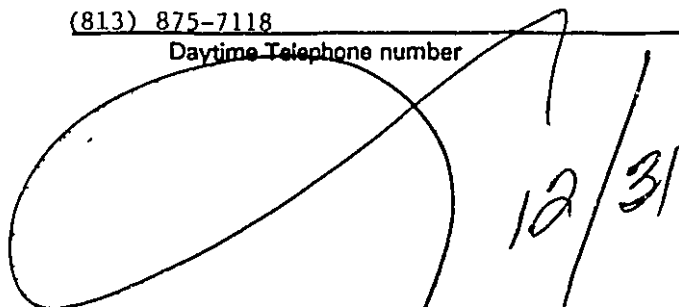
Tampa, Florida 33607
City, State & Zip

(813) 875-7118
Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED


12/31

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
OF
FINANCIAL PLUS MORTGAGE SERVICES, INC.

A Florida For Profit Corporation

The undersigned, acting as sole incorporator of a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE I
CORPORATE NAME

The name of the Corporation shall be Financial Plus Mortgage Services, Inc.

ARTICLE II
CORPORATE ADDRESS

The principle place of business of the Corporation shall be:

600 34th Street South
St. Petersburg, Florida 33712

The mailing address of the Corporation shall be:

Financial Plus Mortgage Services, Inc.
c/o Alfreda J. Grady
3103 W Cherry Street
Tampa, Florida 333607

ARTICLE III
DURATION

The term of existence of the corporation shall be perpetual.

ARTICLE IV

This corporation shall operate as a S Corporation.

ARTICLE V
GENERAL AND SPECIFIC PURPOSES

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The general and specific purposes of the Corporation are to engage in any lawful act or activity for which corporations may be now or hereafter organized under the laws of the State of Florida.

**ARTICLE VI
CAPITAL STOCK
(Not Publicly Traded)**

The Corporation is authorized to issue one class of stock, that being five hundred (500) shares of no par value, common stock, with identical rights and privileges, the transfer of which is restricted according to the Bylaws of the Corporation.

**ARTICLE VII
PREEMPTIVE RIGHTS**

Holders of common stock shall have the right to subscribe for and purchase their pro rata shares of any new common stock which may be issued.

Daniel Davis	24 Shares
Synthia Foster	24 Shares
Alfreda J. Grady	26 Shares
Wilbert R. Williams	26 Shares

**ARTICLE VIII
MANAGEMENT OF CORPORATE AFFAIRS**

The following additional provisions are inserted for the management of the business and for the conduct of the affairs of the Corporation, and creating, defining, limiting, and regulating the powers of the Corporation, the directors and the stockholders, or any class of stockholders:

A. **Board of Directors.** The powers of the corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors, consisting of not less than one (1) and not more than four (4). Initially, the number of directors of the corporation shall be two (2), provided however, that such number may be increased or decreased in accordance with the Bylaws of the Corporation.

The Directors named herein as the first Board of Directors shall hold office until their successors are elected or appointed and qualified. The manner in which the directors are elected or appointed shall be set forth in the Bylaws.

The names and addresses of the first members of the Board of Directors are as follows:

Alfreda J. Grady	3103 W. Cherry Street
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Tampa, Florida 33607

Willbert R. Williams

3007 Lemon Street
Tampa, Florida 33609

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if a majority of the members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by a majority vote of the directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by written consent of the Board of Directors without a meeting, and that the Articles of Incorporation and the and the Bylaws of the corporation authorize the directors to so act. Such a statement shall be prima facie evidence of such authority.

B. **Corporate officers.** The Board of Directors shall elect the following officers: President, Vice-President, Secretary and Treasurer, and such other officers as the Bylaws of the corporation may authorize the directors to elect from time to time.

The name of the officers who are to serve until the next election or appointment are:

President/Secretary	Alfreda J. Grady
Vice President/Treasurer	Wilbert R. Williams
Chief Executive Officer	Daniel Davis
Chief Financial Officer	Synthia Foster

C. **Power of Directors to Amend Bylaws.** The Board of Directors is authorized and empowered from time to time in its discretion to make, alter or repeal the bylaws of the corporation, except as such power may be limited by any one or more bylaws of the corporation adopted by the stockholders.

D. **Books.** The books of the corporation (subject to the provisions of the laws of the State of Florida) may be kept outside of the State of Florida at such places as from time to time may be designated by the Board of Directors.

E. **Cumulative Voting.** At all elections of directors of the corporation, each stockholder shall be entitled to as many votes as shall equal the number of votes which he would be entitled to cast for the election of directors with respect to his shares of stock

multiplied by the number of directors to be elected, and that he may cast all of such votes for a single director or may distribute them among the number to be voted for, or for any two or more of them as he may see fit.

F. ***Consent of Stockholders in Lieu of Meeting.*** Whenever the vote of stockholders at a meeting thereof is required or permitted to be taken for or in connection with any corporate action by an provision of the General Corporation Law of the State of Florida the meeting and vote of stockholders may be dispensed with if such action is taken with the written consent of the holders of not less than a majority of all the stock entitled to be voted upon such action if a meeting were held; provided that in no case shall the written consent be by the holders of stock having less than the minimum percentage of the vote required by statute for such action and provided that prompt notice is given to all stockholders of the taking of corporate action without a meeting and by less than unanimous written consent.

G. ***Elections of Directors.*** Elections of directors need not be by written ballot.

H. ***Removal of Directors.*** The stockholders may at any time, at a meeting expressly called for that purpose, remove any or all of the directors, with or without cause, by a vote of the holders of a majority of the shares then entitled to vote at an election of directors. No director may be removed when the votes cast against his removal would be sufficient to elect him if voted cumulatively at an election at which the same total number of votes were cast and the entire board were then being elected. {When by the provisions of the Certificate of Incorporation the holders of the shares of any class or series, voting as a class, are entitled to elect one or more directors, any director so elected may be removed only by the applicable vote of the holders of the shares of that class or series, voting as a class. }

ARTICLE IX GREATER VOTING REQUIREMENTS

The affirmative vote of a majority of the directors shall be necessary for the transaction of any business at any meeting of directors, except in the case of a proposal to borrow money on the Corporation's credit, in which case the favorable vote of all of the directors shall be necessary.

ARTICLE X PERSONAL LIABILITY

The stockholder shall be liable for the debts of the Corporation in proportion that their stock bears to the total outstanding stock of the Corporation.

ARTICLE XI AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in the Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

**ARTICLE XII
INCORPORATOR**

The name and address of the Incorporator of the corporation is:

Alfreda J. Grady
3103 W. Cherry Street
Tampa, Florida 33607

**ARTICLE XIII
REGISTERED AGENT AND OFFICE**

The corporation's registered agent and office is

Alfreda J. Grady
3103 W. Cherry Street
Tampa, Florida 33607

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 23rd day of December, 1996.



Signature

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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: Financial Plus Mortgage Services, Inc.

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

Alfreda J. Grady

(NAME)

3103 W Cherry Street

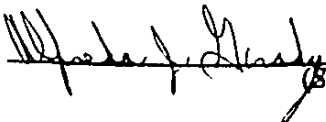
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Tampa, Florida 33607

(CITY/STATE/ZIP)

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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.


(SIGNATURE)

12/23/96
(DATE)