

Department of State
Division of Corporations
2500 E. Gaines Street
Tallahassee, Florida 32399

P970000003409

January 2, 1997

Re: Smith-Pearson Mortgage, Inc.

000002049380--5
-01/07/97--01165--024
****131.25 ****131.25

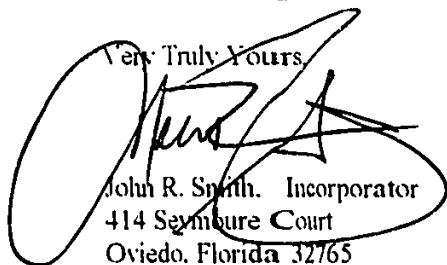
To Whom It May Concern:

Enclosed please find Articles of Incorporation; remittance for fees in the amount of \$131.25, and a prepaid return express envelope for the above referenced applicant. The application is for a profit corporation.

Please file accordingly and return the Certified Copy along with a Certificate of Status.

Should you have any questions, please contact the undersigned at the Oviedo address or at 407/359-3352.

Very Truly Yours


John R. Smith, Incorporator
414 Seymore Court
Oviedo, Florida 32765

FILED
97 JAN -7 PM 4:01
SECRETARY OF STATE
TALLAHASSEE FLORIDA


1/13

ARTICLES OF INCORPORATION

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

ARTICLE I - NAME

The name of the corporation shall be: **Smith-Pearson Mortgage, Inc.**

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be
414 Seymoure Court, Oviedo, Florida 32765.

ARTICLE III - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: **1000 shares**

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:
John R. Smith, 414 Seymoure Court, Oviedo, Florida 32765.

ARTICLE V - INCORPORATOR(S)

See instructions for officers/directors

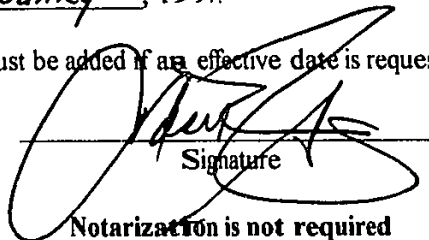
The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

- 1. John R. Smith, 414 Seymoure Court, Oviedo, Florida 32765;**
- 2. John M. Pearson, 9905 N.W. 48th Drive, Coral Springs, Florida 33076; and,**
- 3. Alfred H. Smith, III, 10504 Ridgeview Drive, Oklahoma City, Oklahoma 73120.**

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The undersigned incorporator(s) has(have) executed these Articles of Incorporation this
2nd day of JANUARY, 1997.

(An additional article must be added if an effective date is requested.)



Signature

Notarization is not required

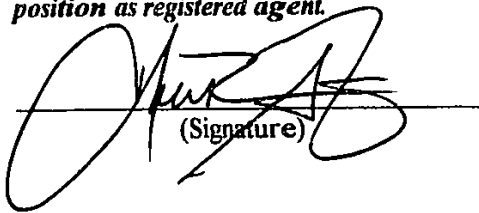
NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

**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: **Smith-Pearson Mortgage, Inc.**
2. The name and address of the registered agent and office is:
John R. Smith, 414 Seymoure Court, Oviedo, Florida 32765.

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)

1/2/97
(Date)

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

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