

P97000003587

January 6, 1997

New Filings Section  
Division of Corporations  
Florida Department of State  
PO Box 6327  
Tallahassee, FL 32314

200002051782--5  
-01/09/97--01006--018  
\*\*\*\*\*122.50 \*\*\*\*\*122.50

RE: Mortgage Equity Managers Inc.

Dear Sir:


Enclosed is our check in the amount of \$122.50 which covers the cost of filing the Articles of Incorporation on the above company as well as the fee for returning a set of the Certified copy of the Articles.

Please return the Articles to my attention at the following address:

Eric L. Moss  
c/o Mailbox International  
153 E. Palmetto Park Road  
Boca Raton, FL 33432

Thank you in advance for your cooperation.

Sincerely,

  
Eric L. Moss

JAN 10 1997 BSB

FILED  
97 JAN -8 AM 11:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF**

**ARTICLE ONE**

**NAME OF CORPORATION**

The name of the corporation is **MORTGAGE EQUITY MANAGERS INC.**

**ARTICLE TWO**

**DURATION**

This corporation shall have perpetual existence commencing on the date of the filing of these articles with the Department of State.

**ARTICLE THREE**

**PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under chapter 607, Florida Statutes, as same now exists or as it may be hereafter amended.

**ARTICLE FOUR**

**CAPITAL STOCK**

This corporation is authorized to issue 1000 shares of (\$0.01) par value common stock which shall be designated as "Common Shares".

**ARTICLE FIVE**

**PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**FILED**  
97 JAN -8 AM 11:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## **ARTICLE SIX**

### **INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 153 E. Palmetto Park Road Boca Raton, Florida 33432 and the Initial registered agent of this corporation at that address is Eric L. Moss. The corporation's principal address shall be at 153 E. Palmetto Park Road Boca Raton, Florida 33432.

## **ARTICLE SEVEN**

### **INITIAL BOARD OF DIRECTORS**

The corporations shall have two Directors constituting the Initial Board of Directors. The number of directors may be either Increased or decreased from time to time by the bylaws: however, there shall never be less than two Directors nor more than six. The names and addresses of the Initial Board of Directors is as follows:  
Ronald Mercante 9903 Three Lakes Circle, Boca Raton, FL. 33428 and Eric L. Moss 9676B Boca Gardens Circle North, Boca Raton, FL 33496.

## **ARTICLE EIGHT**

### **INCORPORATORS**

The name and address of the Incorporator signing these articles is:

Eric L. Moss

9676B Boca Gardens Circle North

Boca Raton, FL. 33496

## **ARTICLE NINE**

### **INDEMNIFICATION**

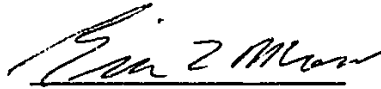
The corporations shall indemnify any officer or Director or any former officer or director, to the full extent permitted by law.

**ARTICLE TEN**

**AMENDMENT**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

In Witness Whereof, the undersigned Incorporator has executed these Articles of Incorporation on the 6<sup>th</sup> day of January, 1997.



**Eric L. Moss**


**Incorporator**

**STATE OF FLORIDA**

**COUNTY OF PALM BEACH**

**BEFORE ME**, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Eric L. Moss, known to me to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

**IN WITNESS WHEREOF**, I have set my hand and seal in the State and County above, this 6<sup>th</sup>

day of January, 1997:  
  
Notary Public, State of Florida

At Large



DONNA M. YVANAUSKAS  
COMMISSION # CC 526550  
EXPIRES JAN 22, 2000  
BONDED THRU  
ATLANTIC BONDING CO., INC.

My Commission Expires: 1-22-2000

**I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AND  
AS REGISTERED AGENT FOR SAID CORPORATION.**

  
**ERIC L. MOSS, REGISTERED AGENT**

**FILED**  
JAN - 8 AM 11:14  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE