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FLORIDA MORTGAGE BANKERS H.K. CORPORATION
PARK ROYALE PROFESSIONAL BUILDING
1680 N.E. 135th Street, Suite 108 West
North Miami, Florida 33181

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-02/24/97--01028--002
*****70.00 *****70.00

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. NATIONAL MORTGAGE SEMINARS CORPORATION
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☐ Walk in

☐ Pick up time _____

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
97 FEB 24 PM 1:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2/27/97

ARTICLES OF INCORPORATION

OF

NATIONAL MORTGAGE SEMINARS CORPORATION

FILED

97 FEB 24 PM 1:23

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation is NATIONAL MORTGAGE SEMINARS CORPORATION.

ARTICLE II

The duration of the corporation is perpetual.

ARTICLE III

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

1. The maximum number of shares of stock which this corporation is authorized to have outstanding at any time shall be One Thousand (1,000) shares of common stock having a par value of One (\$1.00) Dollar per share.

2. The capital stock may be paid for by the property, labor or services, at a just valuation to be fixed by the incorporators, or by the Directors at a meeting called for such purpose, or at the organization meeting.

3. Property, labor or services may also be purchased or paid for with the capital stock at a just valuation of said property, labor or services, to be fixed by the Directors of the company. Stock in other corporations or going businesses may be purchased by the corporation in return for the issuance of its capital stock, and said purchase shall be on such basis and for such consideration and the issuance of so much of the capital stock as the Directors of the company may decide.

ARTICLE V

The amount of capital with which this corporation will begin business shall not be less than Five Hundred and 00/100 (\$500.00) Dollars.

ARTICLE VI

The street address of the initial registered office of this corporation is 1680 NE 135 St., Suite 108/ North Miami, FL 33181, and the name of the initial Registered Agent of this corporation at that address is HOWARD W. KNEPPER. The Registered Agent and Registered office may be changed from time to time by filing with the Secretary of State of Florida, a Certificate designating a new Registered Agent and/or a new registered office without the necessity of amending these articles of Incorporation.
CORPORATION PRINCIPAL ADDRESS: 1680 NE 135 St., Suite 108, North Miami, FL 33181

ARTICLE VII

The business of the corporation shall be managed by a Board of Directors consisting of not less than one (1) person.

ARTICLE VIII

The number of Directors constituting the initial Board of Directors of the corporation is one (1). The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The name and address of each of the members of the initial Board of Directors, who unless otherwise provided by the By-Laws of the corporation, shall hold office for the first year of existence of the corporation or until successors are elected or appointed and have duly qualified are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Howard W. Knepper	1680 NE 135 St., Suite 108 North Miami, FL 33181

ARTICLE IX

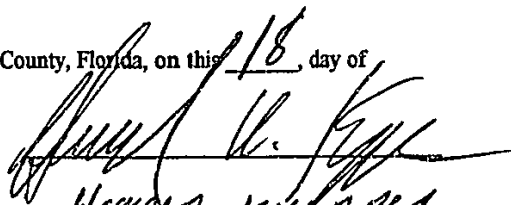
The name and address of each person signing these Articles as an Incorporator are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Howard W. Knepper	1680 NE 135 St., Suite 108 North Miami, FL 33181

ARTICLE X

The corporation shall identify any officer or director, or any former officer or director, to the fullest extent permitted by law.

EXECUTED by the undersigned at Dade County, Florida, on this 18 day of FEBRUARY, 1997.


Howard W. Knepper
PRESIDENT

STATE OF FLORIDA)

)SS:

COUNTY OF DADE)

BEFORE ME, the undersigned authority, duly authorized to administer oaths and take acknowledgements, personally appeared Howard W. Knepper to me well known who executed and acknowledged the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at this 20 day of

February, 1997.



NOTARY PUBLIC - State of Florida

My commission expires:



CLAUDIA MASARJIAN
COMMISSION # 88894531
EXPIRES AUG 2, 1997
Bonded Through
ALAN INSURANCE SERVICES

CERTIFICATE DESIGNATING REGISTERED AGENT AND REGISTERED

OFFICE FOR THE SERVICES OF PROCESS WITHIN FLORIDA 97 FEB 24 PM 1:23

FILED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Section 48.091, Florida Statutes, the following is submitted:

The NATIONAL MORTGAGE SEMINARS CORPORATION desiring to organize or qualify under the laws of the State of Florida, has named, Howard W. Knepper as its Registered Agent to accept service of process within the State of Florida, which address is also designated as the registered office of the corporation first mentioned above.

REGISTERED AGENT ADDRESS: 1680 NE 135 St., Suite 108, North Miami, FL 33181

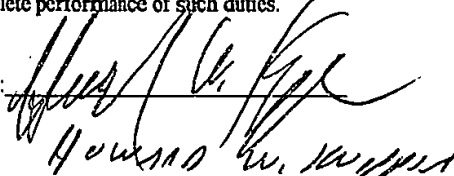
PRINCIPAL OFFICE ADDRESS AND REGISTERED AGENT ADDRESS ARE THE SAME.

DATED: 2/18/97

Having been named Registered agent to accept services of process for the above stated corporation, at the place designated in this Certification, Howard W. Knepper further agrees to comply with the provisions of all statutes relative to the proper and complete performance of such duties.

DATED: 2/18/97

By:


Howard W. Knepper