

PA7000019064

JULIE B. SCHUTTA
ATTORNEY AT LAW
3377 FAN PALM BOULEVARD
MELBOURNE, FLORIDA 32901
(407) 676-1221

February 21, 1997

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

re: New Filing (Renaissance Mortgage Group, Inc.)

800002095528--4
-02/24/97--01066--006
****122.50 ****122.50

Greetings:

Enclosed are an original and one copy of the Articles of Incorporation and Certificate of Designation of Registered Agent/Registered Office. Also enclosed is a check, in the amount of \$122.50 to cover the filing fees for the enclosed documents and the certification of the Articles of Incorporation. Please return the certified copy of the Articles of Incorporation and a date/time stamped copy of the Certificate of Designation of Registered Agent/Registered Office in the enclosed stamped, self-addressed envelope. Should you find any deficiencies in this filing, please notify the undersigned.

Sincerely,

Julie B. Schutta
Julie B. Schutta

FILED STATE
DIVISION OF CORPORATIONS
97 FEB 21 AM 9:47

789,634,671

Julie Schutta GAVE
AUTHORIZATION BY PHONE TO
CORRECT *Principal Address*
DATE *2/28/97*
DOC. EXAM. *cf*

cf 2/3/97

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION
OF
RENAISSANCE MORTGAGE GROUP, INC.

The undersigned incorporators hereby adopt the following Articles of Incorporation:

ARTICLE I
NAME OF CORPORATION

The name of the corporation shall be:

Renaissance Mortgage Group, Inc.
1800 West Hibiscus #124
Melbourne, FL 32901

ARTICLE II
PERIOD OF DURATION

The period of duration of the corporation shall be unlimited and perpetual.

ARTICLE III
OBJECTS AND PURPOSES

The objects and purposes for which the corporation is formed are:

(a) To borrow and lend money, without security, or upon the giving or receipt of such security as the Board of Directors of the corporation may deem advisable by way of mortgage, pledge, transfer, assignment, or otherwise of real and personal property of every nature and description, or by way of guaranty, or otherwise.

(b) To manufacture, purchase, or otherwise acquire, and to hold, own, mortgage, pledge, sell, transfer, or in any manner dispose of, and to deal and trade in goods, wares, merchandise and personal property of every class and description, wherever situated; and to own and operate mines, plants, factories, mills warehouses, yards, merchandise stores, commissaries and all other installations of whatever character or description, together with the equipment, rolling stock, and other facilities used or useful in connection with or incidental thereto.

© To purchase, or acquire by assignment, transfer or otherwise, and hold, mortgage or otherwise pledge, and to sell, exchange, transfer, deal in and in any manner dispose of, real property of any kind, class, interest, or type, wheresoever situated and to exercise, carry out and enjoy any license, power, authority, concession, right or privilege which any corporation may have or grant.

(d) To purchase or otherwise acquire, hold, use, sell, assign, lease, mortgage or in any manner dispose of, and to take, exchange, and grant licenses, or other rights therein, in respect of letters patent of the United States or any foreign country, patent rights, licenses and privileges, inventions, improvements, processes, formulae, methods, copyright, trademarks and trade names, know-how, and trade secrets, relating to or useful in connection with any business, objects or purposes of the corporation.

(e) To subscribe for, acquire, hold, sell, assign, transfer, mortgage, pledge, or in any manner dispose of, shares of stock, bonds, or other evidences of indebtedness or securities issued or created by any other corporation of Alabama or any other state or foreign countries, and, while the owner thereof, to exercise all the rights, privileges and powers of ownership, including the right to vote thereon, to the same extent as a natural person may do, subject to the limitations, if any, on such rights now or hereafter provided by the laws of Alabama.

(f) To enter into, make and perform contracts of every kind for any lawful purpose without limit as to amount with any person, firm, association, corporation, municipality, county, state, territory, government, governmental subdivision, or body politic.

(g) To acquire the good will, rights, assets and properties, and to undertake the whole or any part of the liabilities, of any person, firm, association or corporation; to pay for the same in cash, the stock or other securities of the corporation, or otherwise to hold, or in any manner dispose of, the whole or any part of the property so acquired; to conduct in any lawful manner the whole or any part of the business so acquired and to exercise all the powers necessary or convenient in or about the conduct and management of any such business.

(h) To draw, make, accept, endorse, discount, execute and issue promissory notes, drafts, bills of exchange, warrants, debentures, and other negotiable or transferable instruments.

(I) To purchase (by means of tender, direct purchase, bids in the market or otherwise), take, receive, redeem, exchange, or otherwise acquire, hold, own, pledge, transfer or otherwise dispose of, at any time or from time to time, any of its bonds, debentures, notes, scrip, or evidences of indebtedness, or any of its common or other stock, whether or not redeemable, or other securities, and to hold, sell, transfer or reissue the same; provided that purchases of its own shares of stock may be made only to the extent of earned surplus and to the extent of capital surplus; and provided that any shares of the common stock of the corporation acquired by the corporation shall, until the disposition, retirement or cancellation thereof, be held by the corporation as treasury shares, unless, prior or subsequent to the acquisition of any such shares, the Board of Directors of the corporation shall have determined that such shares shall be restored to the status of authorized but unissued shares.

(j) To act as agent, jobber, broker or attorney-in-fact in buying, selling and dealing in real and personal property of every nature and description and leases respecting securities thereon, in making and obtaining loans, whether secured by a mortgage of or security interest in such property or not, and in supervising, managing and protecting such property and loans and all interest in and claims affecting the same.

(k) To enter into any plan or program for the assistance and welfare of its employees.

(l) To enter into any legal arrangements for sharing of profits, reciprocal concessions, or cooperation, as general or limited partner, joint venturer, or otherwise, with any person, partnership, corporation, association, combination, organization, entity or other body whatsoever, domestic or foreign, carrying on or proposing to carry on any business which this corporation is authorized to carry on, or any business or transaction deemed necessary, convenient or incidental to carrying out any of the objects of the corporation.

(m) To have one or more offices to carry on all of its operations and business without restriction or limit as to amount, in any of the states, districts, territories or possessions of the United States, and in any and all foreign countries subject to the laws of such state, district, territory, possession, colony or country.

(n) To endorse, or otherwise guarantee, or become a surety with respect to, or obligate itself for, or without becoming liable therefor, nevertheless, to pledge or mortgage all or any part of its properties to secure the payment of the principal of, and the interest on, or either thereof, any bonds, including construction or performance bonds, debentures, notes, contracts or other obligations or evidences of indebtedness, or the performance of any contract, lease, construction, performance or other bond, mortgage, or other obligations or evidences of indebtedness, or the performance of any contract, lease, construction, performance or other bond, mortgage, or obligation of any other corporation or association, domestic or foreign, or of any firm, partnership, joint venture, natural person or other entity whatsoever, in which the corporation may have a lawful interest, or on account of, or with respect to, any transaction in which the corporation shall receive any lawful consideration, advantage or benefit, on any account whatsoever. The corporation shall be deemed to have a lawful interest in any corporation, association, or person (A) which owns stock in the corporation, or (B) which owns stock in another corporation which owns stock in the corporation, or (C) in which the corporation owns stock, or (D) in which another corporation owns stock which also owns stock in the corporation, or (E) in which any one or more persons who own stock in the corporation also own stock, or (F) which or who has entered into any contractual agreement pursuant to which any such corporation or person undertakes corresponding or like obligations of endorsement, guarantee, or suretyship, with respect to all or any such obligations or evidences of indebtedness or contracts of the corporation, or which may engage with the corporation, in the conduct of any joint venture or enterprise, or in the use of common facilities or services.

(o) To carry on any other business in connection with the foregoing.

(p) To do any and all of the things herein set out and such other things as are incidental or

conducive to the attainment of the objects and purposes of the corporation, to the same extent as a natural person might or could do and in any part of the world, as principal, factor, agent, contractor, or otherwise, either alone or in conjunction with any person, firm, association, corporation or any entity of whatsoever kind, and to do any and all such acts and things and to exercise any and all such powers to the full extent authorized or permitted to a corporation under any laws that may be now or hereafter applicable or available to the corporation.

The foregoing clauses, and each phrase thereof, shall be construed as objects and purposes of the corporation, as well as powers, and provisions for the regulation of the business and the conduct of the affairs of the corporation, all in addition to those powers specifically conferred upon the corporation by law, and it is hereby expressly provided that the foregoing specific enumeration of objects and purposes shall not be held to limit or restrict in any manner the powers of the corporation otherwise granted by law.

ARTICLE IV LOCATION OF INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT

The location and mailing address of the initial registered office of the corporation in the State of Florida shall be: 1800 West Hibiscus, Suite 124, Melbourne, FL 32901. The corporation's initial registered agent at such address shall be Shawn D. Crouch.

ARTICLE V CAPITAL STOCK

The aggregate number of shares of capital stock which the corporation shall be authorized to issue and have outstanding shall be One Hundred (100) shares of no par common stock, all of the same class.

ARTICLE VI BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors of the corporation is three (3), and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Shawn D. Crouch	1130 Rebecca Drive Merritt Island, FL 32952
Robert H. Taylor, Jr.	8595 Sylvan Drive West Melbourne, FL 32904

Shirley Roewer

3080 Quayside Court
Melbourne, FL 32935

ARTICLE VII
INCORPORATORS

The names and addresses of the incorporators are as follows:

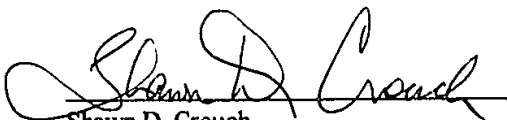
Shawn D. Crouch

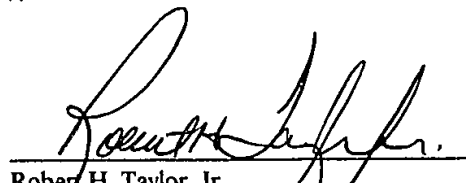
1130 Rebecca Drive
Merritt Island, FL 32952

Robert H. Taylor, Jr.

8595 Sylvan Drive
West Melbourne, FL 32904

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on this _____ day of February, 1997.

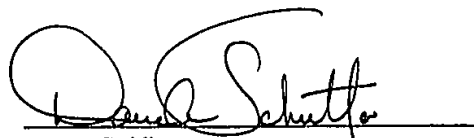

Shawn D. Crouch


Robert H. Taylor, Jr.

STATE OF FLORIDA)
)
BREVARD COUNTY)

I, the undersigned Notary Public in and for said county and said state, hereby certify that Shawn D. Crouch and Robert H. Taylor, Jr., whose names are signed to the foregoing Articles of Incorporation, and who are known to me, acknowledged before me on this day, that, being informed of the contents of such instrument, they executed the same for the purposes expressed therein.

GIVEN under my hand and seal of office this _____ day of February, 1997.

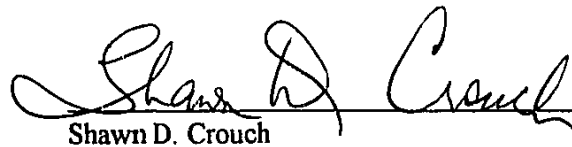

Notary Public



DAVE A SCHUTTA
My Commission CC368406
Expires Aug. 27, 1998
Bonded by HAI
800-422-1883

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN
ARTICLES OF INCORPORATION

Shawn D. Crouch, an incorporator/officer/shareholder of the corporation, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under the applicable provisions of the Florida Statutes.


Shawn D. Crouch

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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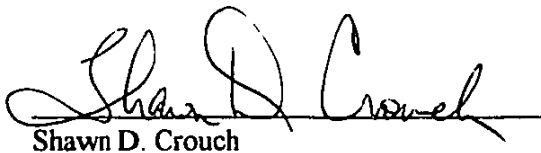
CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501 or 617.0501, Florida Statuted, 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: Renaissance Mortgage Group, Inc.
2. The name and address of the registered agent and office is:

Shawn D. Crouch
1800 West Hibiscus
Suite 124
Melbourne, FL 32901

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, an I am familiar with and accept the obligations of my position as registered agent.


Shawn D. Crouch

February 18, 1997