



THE UNITED STATES
CORPORATION
COMPANY

P97000022270

ACCOUNT NO. : 072100000032

REFERENCE : 286941 10845A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : March 10, 1997

ORDER TIME : 9:55 AM

ORDER NO. : 286941-005

CUSTOMER NO: 10845A

CUSTOMER: Rodney D. Flynn, Esq.
FLYNN & DRAMKO

1423 Southeast 16th Place
Suite 102
Cape Coral, FL 33990

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03/10/97-01002-006
***122.50 ***122.50

DOMESTIC FILING

NAME: ABC MORTGAGE OF SOUTHWEST
FLORIDA, INC.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Todd Sterzoy

EXAMINER'S INITIALS:

Todd Sterzoy GAVE
AUTHORIZATION BY PHONE TO
CONNECT Corp. City
DATE 3-12-97
DOC. EXAM VR

W97-5545
K.R. MAR 10 1997

K.R. MAR 12 1997

FILED
97 MAR 10 AM 9:41
RECEIVED
97 MAR 10 AM 10:52
DIVISION OF CORPORATION
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 10, 1997

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301-2607

SUBJECT: ABC MORTGAGE OF SOUTHWEST FLORIDA, INC.
Ref. Number: W97000005565

We have received your document for ABC MORTGAGE OF SOUTHWEST FLORIDA, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6932.

Kimberly Rolfe
Document Specialist

Letter Number: 797A00012104

RESUBMIT
Please give original
submission date as file date.

RECEIVED
97 MAR 11 PM 12:13
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION
OF
ABC MORTGAGE OF SOUTHWEST FLORIDA, INC.

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

ARTICLE I

The name of the corporation shall be:
ABC MORTGAGE OF SOUTHWEST FLORIDA, INC..

ARTICLE II

The duration of the corporation is perpetual.

ARTICLE III

The corporation may engage in any business activity permitted under the laws of the United States and the State of Florida.

ARTICLE IV

The amount of the Capital Stock of this corporation shall be SEVEN THOUSAND FIVE HUNDRED (7,500) SHARES at ONE DOLLAR (\$1.00) par value. This stock shall be non-assessable to be held, sold, and paid for at such time and in such manner as the Board of Directors may determine from time to time. All of the Capital Stock shall be common stock.

ARTICLE V

The corporation shall commence business on filing with the Florida Secretary of State.

ARTICLE VI

The principal place for the transaction of its business shall be 1409 Hancock Bridge Parkway, Cape Coral, Florida, 33909. The corporation shall have the right and authority to do business at such other place or places within or without the State of Florida as the corporation may designate by resolution and the mailing address shall be the same.

ARTICLE VII

The corporation shall have a Board of Directors consisting of two directors, and the Board of Directors may be increased to not more than five directors. The number of directors each year may be determined by the shareholders at their annual meeting, or may be fixed by the By-Laws.

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97 MAR 10 AM 9:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VIII

The officers by whom the business of the corporation shall be conducted shall be a President, who shall be a Director, a Secretary, and a Treasurer and such other directors, officers, and agents who shall be chosen in such manner, hold their office for such term, and have such powers and duties as may be prescribed by the By-Laws or determined by the Board of Directors. The names and post office addresses of the Officers and first Board of Directors who shall conduct the business of the corporation until their successors are elected and qualified following the first meeting of shareholders shall be:

ROB KAY	Director and President
1409 HANCOCK BRIDGE PARKWAY	
CAPE CORAL, FL 33909	

ROD FLYNN	Director and
1409 HANCOCK BRIDGE PARKWAY	Secretary / Treasurer
CAPE CORAL, FL 33909	

ARTICLE IX

The name and address of the incorporator of this corporation is as follows:

ROB KAY
1409 HANCOCK BRIDGE PARKWAY
CAPE CORAL, FL 33909

ARTICLE X

The Directors and officers shall be elected by the shareholders at their annual meeting, which will be held at the principal office of the corporation, or at such other place as may be provided by the By-Laws, or may otherwise be agreed upon.

ARTICLE XI

The street address of the initial registered office of this corporation is 1409 Hancock Bridge Parkway, Cape Coral, Lee County, Florida, 33909, and the name of the initial registered agent of this corporation is ROB KAY.

ARTICLE XII

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

ARTICLE XIII

The initial By-Laws of this corporation shall be adopted by the Board of Directors. The By-Laws may be amended from time to time by either the shareholders or the directors. The shareholders may amend, alter, or repeal any By-Law adopted by the directors. The directors may not alter, amend or repeal any By-Law which would be in conflict with the By-Laws adopted by the shareholders.

ARTICLE XIV

Any shareholder present at any meeting, either in person or by proxy, and any director present in person at any meeting of the Board of Directors shall conclusively be deemed to have received proper notice of such meeting unless he shall make objection at such meeting to any defect or insufficiency of notice.

ARTICLE XV

Each director and officer of the corporation, whether or not then in office, shall be indemnified by the corporation against all cost and expense reasonably incurred by or imposed upon him in connection with or arising out of any claim, demand, action, suit or proceeding in which he may be involved or to which he may be made a party by reason of his being or having been a director or officer of the corporation. The cost and expense for which such director or officer shall be indemnified shall include, without limitation, attorney's fees and the cost of reasonable settlement made with a view to curtailment of the cost of litigation, except in relation to matters as to which he finally shall be adjudged in any such action, suit, or proceeding to have been derelict in the performance of his duty as such director or officer. Such right of indemnification shall not be exclusive of any other rights to which he may be entitled as a matter of law. The foregoing right of indemnification shall inure to the benefit of the heirs, executors and administrators of any such director or officer.

ARTICLE XVI

A director or officer of the corporation shall not be disqualified by his office from dealing or contracting with the corporation either as a vendor, purchaser, or otherwise, nor shall any transaction or contract of the corporation be void or voidable by reason of the fact that any director or officer, or any firm of which any director or officer is a member, or any corporation of which any director or officer is a shareholder, officer, or director, is in any way interested in such transaction or contract, provided that such transaction or contract is or shall be authorized, ratified, or approved either: (a) by a vote of a majority of a quorum of the Board of Directors, without counting in such majority or quorum any director so interested; or (b) by the written consent, or by the vote of any shareholders meeting, of the

holders of record of a majority of all the outstanding shares of stock in the corporation entitled to vote. No director or officer shall be liable to account to the corporation for any profits realized by, from, or through any such transaction or contract authorized, ratified, or approved as herein provided. Nothing contained in these Articles of Incorporation shall create any liability of any director or officer towards the corporation in the events above described, or shall prevent the authorized approval of such transactions or contracts in any other manner permitted by law.

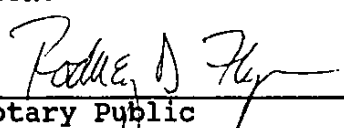
IN WITNESS WHEREOF, I, ROB KAY, the undersigned, being the incorporator of this corporation for the purpose of forming a corporation under the laws of the State of Florida, do make, subscribe, acknowledge and file the foregoing Articles of Incorporation, hereby certify that the facts therein are true, and hereby accordingly set my hand and seal at Cape Coral, Lee County, Florida, this 7 day of March, 1997.


ROB KAY

STATE OF FLORIDA)
COUNTY OF LEE)

The foregoing Articles of Incorporation were subscribed and acknowledged before me this 7th day of March, 1997, by ROB KAY, who is personally known to me or who has produced a valid Florida driver's license as identification.

My Commission Expires:


Notary Public

RODNEY D FLYNN

(Typed Name of Notary Public)



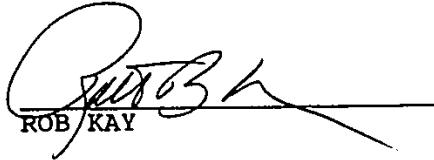
RODNEY D. FLYNN
COMMISSION # CC 573683
EXPIRES AUG 14, 2000
BONDED THRU
ATLANTIC BONDING CO INC

ABC MORTGAGE OF SOUTHWEST FLORIDA, INC.
ACCEPTANCE OF REGISTERED AGENT

Cape Coral, Florida

I HEREBY accept appointment as agent of ABC MORTGAGE OF SOUTHWEST FLORIDA, INC., a Florida Corporation, upon whom process, tax notice or demands may be served, and agree to comply with the provisions of Chapter 48, Florida Statutes, relative to keeping open the registered office of the corporation.

DATED this 7 day of March, 1997.


ROB KAY

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97 MAR 10 AM 9:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA