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3/31/97

Brigitte Tassy

1971-3375-9

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TROPICAL TITLE INC

2020 NE 163RD ST STE 202

MIAMI BEACH

FL 33167

Office Use Only

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

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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

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EFFECTIVE DATE

3-31-97

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

97 APR - 1 PM 2:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED

Examiner's Initials

4/2

EFFECTIVE DATE

3-31-97

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AND  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
EASTERN FEDERAL MORTGAGE, INC.**

I, the undersigned incorporator of this corporation, under Florida Statute 607, as amended, adopt the following Articles of Incorporation.

**ARTICLE I.  
NAME**

The name of the corporation is: **EASTERN FEDERAL MORTGAGE, INC..** The principal place of business and mailing address of this corporation shall be at 2020 Northeast Street, Suite 103, North Miami Beach, Florida 33162.

**ARTICLE II.  
NATURE OF BUSINESS**

The general nature of the business to be transacted by this corporation is to engage in any lawful activity for which corporations may be organized under the laws of the State of Florida.

**ARTICLE III  
CAPITAL STOCK**

The maximum number of shares that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having one par value per share.

**ARTICLE IV  
CAPITALIZATION**

The minimum amount of capital with which the corporation will commence is Five Hundred (\$500.00).

**ARTICLE V  
VOTING**

Except as otherwise provided by law, the entire voting power for all purposes shall be vested exclusively in the holders of the outstanding common shares.

**ARTICLE VI  
DURATION**

This corporation is to have perpetual existence commencing on the date of execution and acknowledgment of these Articles of Incorporation.

**ARTICLE VII**  
**DIRECTORS**

The number of directors of the corporation shall be at least one and no more than seven (7), as voted upon by the shareholders of the corporation.

The names and addresses of the members of the first board of directors who, subject to the provisions of the Certificate of Incorporation, the By-Laws and Corporation laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until their successors are elected and have qualified, are:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
Natalie Jean	2840 North 62nd Avenue Hollywood, Florida 33024

**ARTICLE VIII**  
**OFFICERS**

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
Natalie Jean President	2840 North 62nd Avenue Hollywood, Florida 33024

**ARTICLE IX**  
**PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the priced at which it is offered to others.

**ARTICLE X**  
**TRANSEER OF SHARES**

No shareholder may transfer or otherwise dispose of his interest in the corporation without first permitting the remaining shareholders a right of first refusal commensurate with their respective proportional shareholder interest in the corporation. Should any shareholder desire not to exercise the right of first refusal, any remaining shareholder shall be entitled to a right of second refusals to the first shareholder's exercisable interest of right of first refusal. Value of the stock shall be determined by a disinterested appraiser.

**ARTICLE XI**  
**INITIAL REGISTERED AGENT/OFFICE**

The name and address of the initial registered agent of this corporation is: Brigitte Tassy, 2020 Northeast Street, North Miami Beach, Florida 33162.

**ARTICLE XII**  
**SUBSCRIBER**

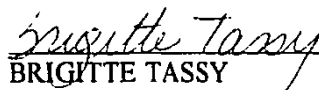
The name and address of the subscriber of these Articles of Incorporation is: Brigitte Tassy, 2020 Northeast Street, Suite 103, North Miami Beach, Florida 33162.

**ARTICLE XIII**  
**INDEMNIFICATION**

The subscriber, along with the officer and directors of the corporations shall be indemnified and held harmless by the corporation from and against any and all claims, losses, costs, liability or expense incurred by him or her in connection with or resulting from any claim, action, suit or proceeding, in which he or she may become involved, as a party or otherwise, by reason of his or her being or having been a director, officer or employee of the corporation, whether or not he or she continues to be such at the time such loss, costs, liability or expense is imposed or incurred, except with regard to matters as to which any such director, officer or employee is found guilty of gross negligence or willful misconduct in the performance of his or her duty.

Expenses (including attorney's fees) incurred in defending any claim, action, suit or proceeding may be paid by the corporation in advance of the final disposition of such proceeding.

Dated this 31st day of March, 1997.

  
\_\_\_\_\_  
BRIGITTE TASSY

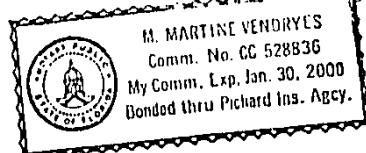
STATE OF FLORIDA )

)ss:

COUNTY OF DADE )

THE FOREGOING INSTRUMENT *was acknowledged before me this 31st day of March, 1997 by BRIGITTE TASSY, who is personally known to me and who did not take an oath.*

  
\_\_\_\_\_  
NOTARY PUBLIC, State of Florida, at Large



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM  
PROCESSED MAY BE SERVED**

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IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE  
FOLLOWING SUBMITTED:

FIRST -- THAT EASTERN FEDERAL MORTGAGE, INC., DESIRING TO  
ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS  
PRINCIPAL PLACE OF BUSINESS LOCATED AT 2020 NORTHEAST STREET, SUITE  
103, NORTH MIAMI BEACH, FLORIDA 33162, AND HEREBY NAMES BRIGITTE  
TASSY, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THE STATE OF  
FLORIDA.

  
BRIGITTE TASSY

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE  
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I  
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY  
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND  
COMPLETE PERFORMANCE OF MY DUTIES.

  
BRIGITTE TASSY

APPROVED  
AND  
FILED  
97 APR - 1 PM 2:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA