City/State/Zip Phone # Office Use Only LOCAL REPRESENTATIVE TALLAHASSEE CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): MORTGAGE CORPORATION (Corporation Name) (Document #) 600002161626--7 -05/01/97--01039--015 ****122:50 *****122:50 (Corporation Name) (Document #) (Corporation Name) (Document #) Pick up time _ Walk in Certified Copy Mail out □ Will wait Photocopy Certificate of Status NEW FILINGS MANUMENTS A Profit Amendment NonProfit Resignation of R.A., Officer/ Director Limited Liability Change of Registered Agent Domestication Dissolution Withdrawal Other Murger OTHER FILINGS **Annual Report** Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark Other Examiner's Initials CR2E031(1/93)



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

May 1, 1997

LAZARUS CORPORATE INDUSTRIES, INC. 890 SW 87TH AVENUE SUITE 16 MIAMI, FL 33174

SUBJECT: ALL FLORIDA MORTGAGE CORPORATION

Ref. Number: W97000010117

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

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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: 597A00022932 ਹਨ ਮੁਸ਼ਤੀ102 RECEIVED

ARTICLES OF INCORPORATION

OF

D.C. MORTGAGE CORPORATION

THE UNDERSIGNED, has executed the following documents as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE 1

The name of this corporation shall be:

D.C.MORTGAGE CORPORATION

ARTICLE 11

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE 111

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

- (1) / Transact any and all lawful business.
- (2) Said corporation shall further have powers:

 To have perpetual succession by its corporate

To sue and be sued, complain, and defend in its corporate name in all actions or proceedings:

To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced:

To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated;

To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;

To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute \$607.141;

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;

To make contracts and guarantees and incur
liabilities, borrow money at such rates of
interest as the corporation may determine,
issue its hotes, bonds, and other obligations,
and secure any of its obligations by mortgage
or pledge of all or any of its property,
franchises, and income;

To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested;

To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state;

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation;

To make and alter by-laws, not inconsistent with its Articles of Incorporation or with the laws of this State, for the administration;

To make donations for the public welfare or for charitable, scientific, or educational purposes:

To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy;

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans,

and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have and exercise all powers necessary or convenient to effect its purposes:

To indemnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statute \$607.014;

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is the total sum of 100 shares, having an individual par value of \$20.00 each shares, with 50 % from the profit for each stock holders.

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE V

The street address of the initial registered office and the name of the initial Resident Agent of this corporation shall be: AND THE PRINCIPAL OFFICE.:

OLGA DIAZ ABBASSI 11020 S.W. 43 St. Miami, Florida, 33165

ARTICLE VI

The initial Board of Directors shall consist of a total of (2) persons, and the name and address of the person who is to serve as an initial director is:

PRESIDENT-DIRECTOR: OLGA DIAZ ABBASSI, 11020 S.W. 43 St.

Miami, Florida 33165

TREASURE: MARIA M. CISNEROS, 11020 S.W. 43 St.

Miami, Florida, 33165

The name and address of the incorporator executing these Articles of Incorporation is:

PRESIDENT-DIRECTOR: OLGA DIAS ABBASSI, 11020 S.W. 43 St.

Miami, Florida, 33165

TREASURE: MARIA M. CISNEROS, 11020 S.W. 43 St.

Miami, Florida, 33165

IN WITNESS WHEREOF, the undersigned incosporator has (ve) executed these Articles of Incorporation this 21 day

of <u>April</u>, 19 97

PRESIDENT-DIRECTOR

TREASURE.

STATE OF FLORIDA)
COUNTY OF DADE)
SS.

BEFORE ME, a notary public authorized to take acknow-ledgements in the state and county set forth above, personally appeared OLGA DIAZ ABBASSI AND MARIA M. CISNEROS, known to me and known be me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledge before me that they execu-

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, 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: |
|-------|--|
| 2. | The name and address of the registered agent and office is: |
| | OLGA DIAZ ABBASSI |
| | (P.O. BOX NOT ACCEPTABLE) |
| | 11020 S.W. 43 St. Miami, Florida, 33165 |
| | (CITY/STATE/ZIP) |
| | SIGNATURE (corporate officer) TITLE PRESIDENT-PIRECTOR DATE 04-21-97 |
| C Tip | AVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED ORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE O ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE ROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PER-ORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF ECTION 607.325, FLORIDA STATUTES. |
| | DATE |

REGISTERED AGENT FILING FEE: \$20.00

97 MAY -2 PH 4:1