

**BRODY, COHEN & WINIG, P.A.**

ATTORNEYS AT LAW

CENTURION TOWER

1601 FORUM PLACE, SUITE 404

WEST PALM BEACH, FLORIDA 33401-8103

TELEPHONE

(561) 684-9100

FACSIMILE

(561) 697-3648

ROBERT BRODY  
RICHARD S. COHEN  
STEVEN L. WINIG

MAY 14, 1997

Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32301

600002183686--5  
-05/19/97--01157--0003  
\*\*\*\*122.50 \*\*\*\*122.50

Re: R. J. BONNEAU & ASSOCIATES, INC.

**EFFECTIVE DATE**  
**5-14-97**

Dear Sir or Madam:

Enclosed please find an original and duplicate of Articles of Incorporation for the above referenced corporation together with our check in the amount of \$122.50 representing the charter tax, filing fees and certified copy fees.

Thank you for your prompt attention.

Sincerely,

*Robert Brody*  
Robert Brody

RB/aej  
Enclosures

c:\rbdocs\letters\bonneu.sos

FILED  
97 MAY 19 AM 11:00  
SECRET  
TALLAHASSEE, FLORIDA

*Done 5/21/97*

PALM BEACH GARDENS OFFICE  
ADMIRALTY BUILDING - SUITE 700  
4400 PGA BOULEVARD  
(561) 627-4100

WELLINGTON/ROYAL PALM BEACH OFFICE  
EWING BUILDING - SUITE 11  
11308 OKEECHOBEE BOULEVARD  
(561) 753-7500

**ARTICLES OF INCORPORATION**

**OF**

**R. J. BONNEAU & ASSOCIATES, INC.**

FILED  
97 MAY 19 AM 11:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Article I - Name**

The name of this corporation is R. J. Bonneau & Associates, Inc.

**EFFECTIVE DATE**

5-19-97

**Article II - Duration**

This corporation shall have perpetual duration commencing on the date of execution and acknowledgment of these Articles.

**Article III - Nature of Business**

The general nature of business of the corporation shall be as follows:

1. The corporation may engage in any activity or business permitted under the laws of the United States of America and the State of Florida.
2. To transact the business of investing on behalf of itself or others, any part of its capital and such additional funds as it may obtain, or any interest therein, either as tenant in common or otherwise, and selling or otherwise disposing of same, or any part thereof, or interest therein.
3. To apply for, purchase, or in any manner to acquire, to hold, own, use and operate; to sell or in any manner dispose of, to grant or license other rights, interests, inventions, improvements and processes used in connection with or secured under letters, patents or copyrights of the United States of America or other countries or otherwise, and to work, operate and/or develop the same.
4. To purchase, lease or otherwise acquire, and to hold, own, sell or dispose of real and personal property of all kinds, and in particular, lands, buildings, business concerns and undertakings, shares of stock, mortgages, bonds, debentures and other securities, merchandise, book debts and claims, trade marks, trade names, and any interest in real or personal property.
5. To borrow money for its corporate purposes, and to make, accept, endorse, execute and issue promissory notes, bills of exchange, bonds, debentures and other obligations from time to time for the purchase of property, or for any purpose in or about the business of the corporation, and if deemed proper, to secure the payment of any such obligation by mortgage, pledge, deed of trust or otherwise.

6. To acquire and take over as a going concern, and thereafter to carry on the business of any person, firm or corporation engaged in any business which this corporation is authorized to carry on, and in connection therewith to acquire the good will and all or any of the assets, and to assume or otherwise provide for all or any of the liabilities of any such business.

7. To sell, improve, manage, develop, lease, mortgage, dispose of, or otherwise turn to account or deal with all or any part of the property of the corporation.

8. To carry on business at any place or places within the jurisdiction of the United States of America, and in any and all foreign countries, and to purchase, hold, mortgage, convey, lease or otherwise dispose of and deal with real and personal property at any such place or places.

9. To enter into, make, perform and carry out contracts of every sort and kind which may be necessary or convenient for the business of the corporation or business of a similar nature, with any person, firm, corporation, private, public or municipal body politic under the government of the United States of America, of any state, territory or colony thereof, or any foreign government, so far as, and to the extent that the same may be done and performed by corporations under the Florida Business Corporation Act or any other applicable law.

10. To do all and every thing necessary, suitable or proper for the accomplishment of any of the purposes, the attainment of any of the objects, or the furtherance of any of the powers hereinbefore set forth, either alone or in connection with other corporations, firms, or individuals, and either as principals or agents, and to do every act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid objects, purposes or powers of any of them.

11. In general, to carry on any other lawful business whatsoever in connection with the foregoing or which is calculated directly or indirectly to promote the interest of the corporation or to enhance the value of its properties.

12. The foregoing enumeration of specific powers shall not be deemed to limit or restrict in any manner the general powers of the corporation, and the enjoyment and exercise thereof, as conferred by the laws of the State of Florida upon corporations for profit.

#### Article IV - Capital Stock

This corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock.

#### Article V - Preemptive Rights

Every shareholder, upon the sale of any unissued stock of this corporation for cash, assets or other consideration, 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 VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 1601 Forum Place, Suite 404, West Palm Beach, Florida 33401, and the name of the initial registered agent of this corporation at that address is Robert Brody. The mailing address of the corporation is c/o Thomas A. Domando and Sandra Domando, 980 Hibiscus Drive, Royal Palm Beach, Florida 33411.

#### Article VII - Initial Board of Directors

This corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be fewer than one (1). The names and addresses of the three (3) initial directors of this corporation are:

Thomas A. Domando  
980 Hibiscus Drive  
Royal Palm Beach, Florida 33411

Sandra Domando  
980 Hibiscus Drive  
Royal Palm Beach, Florida 33411

R. J. Bonneau  
350 Deer Creek Run  
Deerfield Beach, Florida 33442

#### Article VIII - Incorporator

The name and address of the person signing these Articles is:

Robert Brody  
Centurion Tower  
1601 Forum Place, Suite 404  
West Palm Beach, Florida 33401

Article IX - Indemnification

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

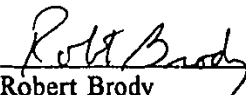
Article X - By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Shareholders.

Article XI - Amendment

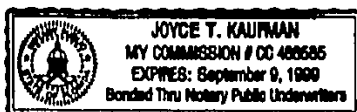
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 14th day of May, 1997.

  
Robert Brody

STATE OF FLORIDA                     )  
  )SS:  
COUNTY OF PALM BEACH         )

The foregoing instrument was acknowledged before me this 14<sup>th</sup> day of May, 1997, by Robert Brody, who is personally known to me or who produced \_\_\_\_\_ as identification and who did not take an oath.



(Notary Seal)

  
Notary Public

My commission expires: 9/9/99

Acceptance of Designation

The undersigned, Robert Brody, hereby accepts the designation of himself as registered agent for this corporation and agrees to serve in compliance with all applicable Florida Statutes.

Robert Brody  
Robert Brody

FILED  
97 MAY 19 AM 11:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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P970000645046



ACCOUNT NO. : 072100000032

REFERENCE : 396222 96193A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : May 19, 1997

ORDER TIME : 9:42 AM

ORDER NO. : 396222-005

CUSTOMER NO: 96193A

CUSTOMER: Ms. Rhesa Montes  
G. DENNIS ROSE, LAW OFFICE

Suite 200  
1450 Madruga  
Miami, FL 33146

600002182566--0  
-05/19/97--01037--001  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

DOMESTIC FILING

NAME: RESIDENTIAL LENDERS' SERVICES,  
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tonya C. Holliday

EXAMINER'S INITIALS:

00508

W97-11562

MAY 19 1997

RECEIVED  
97 MAY 19 AM 10:53



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

May 19, 1997

CSC NETWORKS  
1201 HAYS ST.  
TALLAHASSEE, FL 32301-2607

SUBJECT: RESIDENTIAL LENDERS' SERVICES, INC.  
Ref. Number: W97000011562

**RESUBMIT**

Please give original  
submission date as file date

We have received your document for RESIDENTIAL LENDERS' SERVICES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must be identical throughout the 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) 487-6052.

Sandy Ng  
Document Specialist

Letter Number: 697A00026689

07 MAY 20 2 21 PM '97  
02 JUN 06 08 14 AM '97



## ARTICLES OF INCORPORATION OF RESIDENTIAL LENDERS' SERVICES, INC.

We, the undersigned, being of legal age and natural persons, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purposed of creating a corporation under the laws of the State of Florida.

### ARTICLE I

The name of this corporation and its initial principal office shall be:

RESIDENTIAL LENDERS' SERVICES, INC  
1450 MADRUGA AVE  
SUITE 200  
CORAL GABLES, FL 33146

### ARTICLE II

This corporation is organized to engage in any lawful business within the State of Florida.

### ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows.

<u>Number of Shares Authorized</u>	<u>Par Value Per Share</u>	<u>Class of Stock</u>
1,000	\$1.00	common

All of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash; at a just valuation to be fixed by the Board of Directors of this corporation.

### ARTICLE IV

This corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

### ARTICLE V

The initial registered office of this corporation shall be at 1450 Madruga Ave Suite 200 Coral Gables, Florida, with the privilege of having its offices and branch offices at other places within or without of State of Florida. The initial registered agent at that address shall be Rhesa Montes nka Rhesa Angee

### ARTICLE VI

This corporation shall have at least one director, with the exact number to be specified by the stockholders from time to time unless the stockholders shall, by a majority vote thereafter, determine that the corporation be managed by the stockholders.

## **ARTICLE VII**

The names and addresses of the first Directors of the corporation, who shall hold office for the first year, or until their successors are duly elected and qualified shall be:

Name	Address
RHESA MONTES NKA RHESA ANGEE	1450 MADRUGA AVE SUITE 200 CORAL GABLES, FL 33146

## **ARTICLE VIII**

The names and addresses of the Subscribers, and the number of shares of stock they agree to take are:

RHESA MONTES NKA RHESA ANGEE	1450 MADRUGA AVE SUITE 200 CORAL GABLES, FL 33146
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## **ARTICLE IX**

No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are director or officers of, such other corporation. Any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in any contract or transaction of this corporation, provided that the fact that he or such firm is so interested and shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this other corporation, or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract to transaction with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

## **ARTICLE X**

The private property of the stockholders shall not be subject to payment of the corporate debts in any extent whatever. The corporation shall have a first lien on the shares of its stockholders and the dividends due them for any indebtedness of such stockholders to the corporation.

## **ARTICLE XI**

This corporation shall indemnify and insure its officers and directors to the fullest extent permitted by law either now or hereafter.

## **ARTICLE XII. SPECIAL PROVISION**

It is the intent of the Incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code.

**ARTICLE XIII. INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation:

IN WITNESS WHEREOF, the undersigned, has set his hand and seals on 8 day of MAY 1997.

STATE OF FLORIDA }

COUNTY OF DADE }

Rhesa Angel Montes  
Incorporator NKA  
Rhesa Angel Angee

Before me, the undersigned authority, personally appeared Rhesa Montes, NKA Rhesa Angee, to me known to be the person described in and who executed the foregoing Articles of Incorporation, who, after being duly sworn under oath, acknowledged before me that he executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the State and County aforesaid this 8th day of May, 1997.

DL # M532-721-76-758-0  
DOB - 7-18-76

Mercedes Allen  
Notary Public State of Florida at Large  
Mercedes Allen



Mercedes Allen  
My Commission OC670882  
Expires Jul. 21, 2000

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

IN COMPLIANCE WITH THE FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

RHESA MONTES NKA  
RHESA ANGEE

1450 MADRUGA AVE  
SUITE 200  
CORAL GABLES, FL 33146

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 PROPERTY AND COMPLETE PERFORMANCE OF MY DUTIES.

*Rhessa Angela Montes*  
REGISTERED AGENT  
*Rhessa Angela Angee*  
*May 8<sup>th</sup> 1997*  
DATE

FILE  
JUL 19 11:10:48  
TALLAHASSEE, FLORIDA