

**P97000057790**  
**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

Southern mortgage  
Services, Inc.

FILED  
97 JUN 11 PM 3:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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-06/11/97--01107--008  
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K.R. JUN 11 1997

Signature \_\_\_\_\_  
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Requested by: CBB

Name \_\_\_\_\_

Date 6-11

Time 150

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

✓ Art of Inc. File \_\_\_\_\_  
LTD Partnership File \_\_\_\_\_  
Foreign Corp. File \_\_\_\_\_  
L.C. File \_\_\_\_\_  
Fictitious Name File \_\_\_\_\_  
Name Reservation \_\_\_\_\_  
Merger File \_\_\_\_\_  
Art. of Amend. File \_\_\_\_\_  
RA Resignation \_\_\_\_\_  
Dissolution / Withdrawal \_\_\_\_\_  
Annual Report / Reinstatement \_\_\_\_\_  
✓ Cert. Copy \_\_\_\_\_  
Photo Copy \_\_\_\_\_  
Certificate of Good Standing \_\_\_\_\_  
Certificate of Status \_\_\_\_\_  
Certificate of Fictitious Name \_\_\_\_\_  
Corp Record Search \_\_\_\_\_  
Officer Search \_\_\_\_\_  
Fictitious Search \_\_\_\_\_  
Fictitious Owner Search \_\_\_\_\_  
Vehicle Search \_\_\_\_\_  
Driving Record \_\_\_\_\_  
UCC 1 or 3 File \_\_\_\_\_  
UCC 11 Search \_\_\_\_\_  
UCC 11 Retrieval \_\_\_\_\_  
Courier \_\_\_\_\_

RECEIVED  
97 JUN 11 PM 2:06  
DIVISION OF CORPORATION

FILED  
97 JUN 11 PM 3:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF

SOUTHERN MORTGAGE SERVICES, INC.

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the Laws of the State of Florida.

ARTICLE I

The name of the corporation is SOUTHERN MORTGAGE SERVICES, INC.

ARTICLE II

DURATION AND BEGINNING OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The date when the corporate existence of this corporation shall begin shall be when these Articles of Incorporation are received and accepted by the Secretary of State of Florida.

ARTICLE III

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV

The corporation is authorized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock to have outstanding is 500 shares of Common Stock of a par value of NONE. Holders of Common Stock shall not have pre-emptive rights to subscribe to the corporation's securities.

ARTICLE V

The street address of the initial registered office of the

corporation in the State of Florida is 8911 Ridgeland Drive , Miami, Florida 33157. The name of the initial registered agent of this corporation is Jeffrey Drew Cummins, 9555 North Kendall Drive, Suite 202, Miami, Florida 33176.

#### ARTICLE VI

##### INITIAL BOARD OF DIRECTOR(S)

The corporation shall have two (2) director(s) initially. The number of director(s) may be increased or decreased from time to time by amendment to, or in the manner provided in the by-laws of the corporation.

The name and street address of the initial director(s) of this corporation are: Martin Guerra, President, 8911 Ridgeland Drive , Miami, Florida 33157, and Judith Flores Guerra, Secretary and Treasurer, 8911 Ridgeland Drive , Miami, Florida 33157.

#### ARTICLE VII

##### INCORPORATOR(S)

The name and address of the incorporator(s) to these Articles of Incorporation are: Martin Guerra, 8911 Ridgeland Drive , Miami, Florida 33157, and Judith Flores Guerra, 8911 Ridgeland Drive - , Miami, Florida 33157.

#### ARTICLE VIII

##### BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

#### ARTICLE IX

##### INDEMNIFICATION

The corporation shall indemnify, to the full extent permitted by

law, any officer, director, employee or agent of the corporation, or any former officer, director, employee or agent of the corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee or agent of another corporation partnership, joint venture, trust or other enterprise.

#### ARTICLE X

##### AMENDMENT


This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto.

#### ARTICLE XI-BUY-OUT PROVISION

Should any stockholder desire to sell his or her stock, said stockholder shall so notify the other stockholders, in writing, of his or her intentions to sell. That upon receipt of said notification, the corporation shall authorize the accountant then employed by said corporation to make a full and complete audit of the books of said corporation, using standard accounting methods and principles in order to determine the book value of said corporation. Upon determination of the book value, the price of the stock shall be the buy-out figure and the person so desirous of selling must accept the price as set forth by the accountant. The remaining stockholder or stockholders shall purchase said stock in proportionate shares to the percentages that they presently own and the seller shall get 50% of the purchase price within thirty days from the date that the audit is completed and the balance thirty days thereafter.

IN WITNESS WHEREOF, the undersigned incorporator(s) has(ve)

executed these Articles of Incorporation this 6<sup>TH</sup> day of JUNE, 1997.

  
MARTIN GUERRA

  
JUDITH FLORES GUERRA

STATE OF FLORIDA)

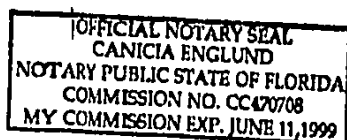
COUNTY OF DADE ) SS.:

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above, to take acknowledgments personally appeared Martin Guerra and Judith Flores Guerra, to me known to be the person(s) described as Subscriber(s) in, and who executed the foregoing Articles of Incorporation, and he (they) acknowledged before me having subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 6<sup>th</sup> day of June, 1997.

  
NOTARY PUBLIC Canicia Englund  
State of Florida

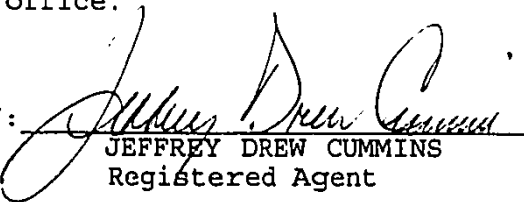
My Commission Expires:



In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First, SOUTHERN MORTGAGE SERVICES, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the City of Miami, County of Dade, State of Florida, has designated JEFFREY DREW CUMMINS, 9555 North Kendall Drive, Suite 202, Miami, Florida, as its agent to accept service of process within this State. Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

BY:

  
JEFFREY DREW CUMMINS  
Registered Agent

FILED  
97 JUN 11 PM 3:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA