

997000062282

WERSHOW AND SCHNEIDER, P.A.

ATTORNEYS AT LAW

204 SOUTHEAST FIRST STREET

POST OFFICE BOX 1260

GAINESVILLE, FLORIDA 32602

(352) 378-2541

FAX (352) 372-2642

JONATHAN F. WERSHOW
PAMELA A. SCHNEIDER
DIANE L. GUILLEMETTE

JAMES S. WERSHOW
1912-1985

June 26, 1997

Secretary of State
Division of Corporations
The Capitol
Tallahassee, Florida 32304

700002226167--4
-06/30/97--01057--009
****122.50 ****122.50

RE: NB MORTGAGE CO., INC.

To Whom It May Concern:

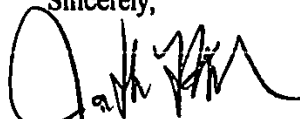
Enclosed please find the following:

1. Articles of Incorporation in duplicate.
2. Designation of Registered Agent in duplicate.
3. Check in the amount of \$122.50

W97-15235

Please send the certified copy under seal directly to me. If you have any questions please contact me. Thank you for your assistance in this matter.

Sincerely,



Jonathan F. Wershow

JFW/apm

FILED
97 JUL 18 AM 3:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JUL 18 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 1, 1997

JONATHAN F. WERSHOW, ESQ.
P.O. BOX 1260
GAINESVILLE, FL 32602

SUBJECT: NB MORTGAGE CO., INC.
Ref. Number: W97000015235

We have received your document for NB MORTGAGE CO., 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):

ONLY ONE CORPORATE SUFFIX IS PERMITTED. PLEASE CORRECT YOUR DOCUMENTS.

The registered agent and registered office listed in your articles of incorporation must be consistent 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 (850) 487-6928.

Agnes Lunt
Corporate Specialist

Letter Number: 097A00034447



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 10, 1997

JONATHAN F. WERSHOW, ESQ.
P.O. BOX 1260
GAINESVILLE, FL 32602

SUBJECT: NB MORTGAGE, INC.
Ref. Number: W97000015235

We have received your document for NB MORTGAGE, INC.. However, the document has not been filed and is being returned for the following:

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

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 (850) 487-6928.

Agnes Lunt
Corporate Specialist

Letter Number: 297A00035628

FILED

97 JUL 18 AM 3:25

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
NB MORTGAGE, INC.**

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation:

ARTICLE I: NAME

The name of this corporation is NB MORTGAGE, INC.

ARTICLE II: CORPORATION'S PRINCIPAL OFFICE

The street address of the initial principal office of the corporation is 397 West Central Avenue, Newberry, Florida 32669. The mailing address of the corporation is the same.

ARTICLE III: DURATION

The duration of this Corporation is perpetual.

ARTICLE IV: NATURE OF BUSINESS

The general purposes for which the corporation is organized are:

1. To engage in the business of mortgage banking and other related activities.
2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act or engage in any other trade or business which can, in the opinion of the Board of Directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE V: CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue are Two Thousand Five Hundred (2,500) shares. Such shares shall be of a single class, and shall be without par value. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE VI: ADDRESS AND REGISTERED AGENT

The street address of the initial registered office of the corporation is 204 S.E. First Street, Gainesville, Alachua County, Florida 32601, and the name of its initial registered agent is Jonathan F. Wershow. The initial registered agent's address is 204 S.E. First Street, Gainesville, Alachua County, Florida 32601.

ARTICLE VII: DIRECTORS

The number of directors constituting the initial board of directors of the corporation seven (7). The names and addresses of the persons who are to serve as members of the initial board of directors are:

<u>NAME</u>	<u>ADDRESS</u>
Homer N. Cummings	32 Raintree Place Jackson, Mississippi 39211
Marion L. Bishop, Sr.	P.O. Box 785 Newberry, Florida 32669
William E. Hathorn	P.O. Box 759 Prentiss, Mississippi 39474

Michael E. Pape

2351 S.E. 17th Street
Ocala, Florida 32671

James T. Payton, Jr., President

397 West Central Avenue
Newberry, Florida 32669

Jonathan F. Wershow

P.O. Box 1260
Gainesville, Florida 32602

Victor Puig

1410 N.E. 8th Avenue
Ocala, Florida 34479

ARTICLES VII: INCORPORATORS

The names and post office addresses of the incorporators are:

<u>NAME</u>	<u>ADDRESS</u>
Newberry Bank, a Florida Banking Corporation	397 West Central Avenue Newberry, Florida 32669

June, Executed by the undersigned at Newberry, Alachua County, Florida this 27 day of _____, 1997.

NEWBERRY BANK, a Florida Banking Corporation

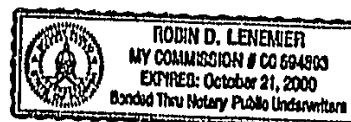
By: [Signature]
James T. Payton, Jr., President

STATE OF FLORIDA
COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this 27 day of June, 1997 by James T. Payton, Jr., who is personally known to me or who has produced a driver's license as identification and who did take an oath.

[Signature]
NOTARY PUBLIC Robin D Lenemier

My Commission Expires:



FILED

97 JUL 18 AM 3:25

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

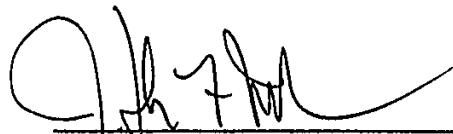
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE. NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

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

That NB MORTGAGE, INC., desiring to organize under the laws of the State of Florida with its registered office, as indicated in the Articles of Incorporation at 204 S.E. First Street, Gainesville, Alachua County, Florida 32601, has named JONATHAN F. WERSHOW located at 204 S.E. First Street, Gainesville, Alachua County, Florida 32601, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



JONATHAN F. WERSHOW
Registered Agent