

P97000078916

Transmittal Letter

August 11th, 1997

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED STATE
SECRETARY OF CORPORATIONS
97 SEP 11 PM 3:13

Dear Sir:

Enclosed please find Articles of Incorporation and the Designation and Acceptance of Registered Agent for filing, together with our check in the amount of \$ 70.00 to cover the filing fee, designation of registered agent, and charter tax.

000002269280--0
-0941878.0001050-98100

Sincerely,

Brenda Ibelisse Cruz
Brenda Ibelisse Cruz

~~W97-19826~~
Dmp
8/19/97
W97-19826

Enclosures

Brenda Ibelisse Cruz
3646 CocoPlum Circle
Coconut Creek, FL 33063

511

~~2544~~

5/9/11



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

August 19, 1997

BRENDA IBELISSE CRUZ
3646 COCOPLUM CIRCLE
COCONUT CREEK, FL 33063

SUBJECT: ADVANTAGE ONE CORP.
Ref. Number: W97000019103

We have received your document for ADVANTAGE ONE CORP. 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 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 a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of 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) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 597A00041855



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

August 27, 1997

BRENDA IBELISSE CRUZ
3646 COCOPLUM CIRCLE
COCONUT CREEK, FL 33063

SUBJECT: UNIBANK FINANCIAL CORP.
Ref. Number: W97000019826

We have received your document for UNIBANK FINANCIAL CORP. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Written approval and clearance of the terms BANK, BANKER, BANC, BANKING, TRUST COMPANY, BANCSHARES, SAVINGS & LOAN ASSOCIATION, SAVINGS BANK, or CREDIT UNION must be obtained from the Division of Banking and Finance, pursuant to section 655.922(2a), Florida Statutes. The address is:

Division of Banking
Director's Office
101 E. Gaines St.
Fletcher Bldg., 6th Floor.
Tallahassee, FL 32399-0350
(850) 488-1111.

Please return the original and one copy of 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) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 697A00043112

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314



ROBERT F. MILLIGAN
COMPTROLLER OF FLORIDA

OFFICE OF COMPTROLLER
DEPARTMENT OF BANKING AND FINANCE
STATE OF FLORIDA
TALLAHASSEE
32399-0350

September 2, 1997

Ms. Brenda Cruz
965 N. Nob Hill Road
Suite 101
Plantation, Florida 33324

Dear Ms. Cruz:

Re: "Unibank Financial Corp."

Thank you for your recent letter/fax requesting approval for use of the above-referenced name. It is the opinion of this Department that your name is definitive enough to differentiate the business being conducted from that of a commercial bank or trust company. Therefore, the Department does not object to your use of the above-referenced name being registered to conduct business in the State of Florida.

Sincerely,

Wm. Douglas Johnson
Assistant Director
Division of Banking
101 East Gaines Street
The Fletcher Building - Sixth Floor
Tallahassee, FL 32399-0350
(904) 414-8058

:kr

cc: Karon Beyer, Chief
Bureau of Corporate Records
Division of Corporations
Secretary of State's Office

ARTICLES OF INCORPORATION
OF
UNIBANK FINANCIAL CORP.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 11 PM 3:13

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I NAME

The name of the corporation shall be
UNIBANK FINANCIAL CORP.

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV ADDRESS

The street address of the initial registered office of the corporation shall be 3646 Cocoplum Circle, Coconut Creek, Florida 33063 and the name of the initial Registered Agent for the corporation at that address is Brenda Ibelisse Cruz.

ARTICLE V SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

ARTICLE VI TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VII LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE VIII SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

Brenda Ibelisse Cruz - President
Secretary/Treasurer

ARTICLE IX INCORPORATOR

The name and address of the incorporator is:

Brenda Ibelisse Cruz
3646 Cocoplum Circle
Coconut Creek, FL 33063

IN WITNESS WHEREOF, the undersigned has hereunto set his
hand and seal on this 25th day of AUGUST 1997.

Incorporator:

Brenda I. Cruz
Brenda Ibelisse Cruz
FL LIC # CG20-069-55-951

STATE OF Florida
COUNTY OF Broward

The foregoing instrument was executed and acknowledged
before me this 25th day of AUGUST, 1997, by Brenda Ibelisse
Cruz.

(SEAL)

Jack Penafiel

Notary Public
State of _____
My Commission Expires: _____



JORGE PENAFIEL
COMMISSION # CC 544754
EXPIRES APR 09, 2000
BONDED THRU
ATLANTIC BONDING CO, INC.

DESIGNATION OF AND ACCEPTANCE
BY REGISTERED AGENT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 11 PM 3:13

The following is submitted in compliance with the laws of the State of Florida. UNIBANK FINANCIAL CORP., a corporation organizing under the laws of the State of Florida, with its principal office located at 3646 Cocoplum Circle, Coconut Creek, Florida 33063, has named Brenda Ibelisse Cruz whose address is 3646 Cocoplum Circle, Coconut Creek, Florida 33063, as its Agent to accept service of process within this State.

ACCEPTANCE:

I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.

Registered Agent:

Brenda I. Cruz

Brenda Ibelisse Cruz

FL LIC # 620-069-55-951

STATE OF Florida
COUNTY OF Broward

BEFORE ME, the undersigned authority, this day personally appeared Brenda Ibelisse Cruz, who, after being duly sworn, deposes and says that the facts and matters contained above are true and correct, and that he has executed the same for the purposes expressed herein.

WITNESS my hand and official seal this 25th day of
AUGUST, 1997.

(SEAL)

[Signature]
Notary Public
State of _____
My Commission Expires: _____

NOTARY PUBLIC
JORGE PENAFIEL
COMMISSION # CC 544754
EXPIRES APR 09, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.