

P97000083560

September 3, 1997

Lee H. Krotzer
3885 Windridge Ct.
Jacksonville, Florida 32257

State of Florida
Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

10000228651--0
-09/08/97--01029--016
****122.50 ****122.50

Dear Sir:

Enclosed find original and one copy of Articles of
Incorporation of

MORTGAGE 911, INC.

and my check for \$122.50 to cover the cost of filing and a
certified copy be returned to me.

Thank you for your prompt attention to this matter.

Sincerely,

Lee H. Krotzer
Lee H. Krotzer

2557-611-531-
W97-20746

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 26 PM 1:01

9/24/97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 26 PM 1:01

September 9, 1997

LEE H. KROTZER
3885 WINDRIDGE COURT
JACKSONVILLE, FL 32257

SUBJECT: MORTGAGE 911, INC.
Ref. Number: W97000020746

We have received your document for MORTGAGE 911, INC.. However, the document has not been filed and is being returned for the following:

Bylaws are not filed with this office. Please retain them for your records.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 197A00044889

ARTICLES OF INCORPORATION
OF
MORTGAGE 911, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 26 PM 1:01

- 1) The name of this Corporation shall be:
MORTGAGE 911, INC.
- 2) The duration of this Corporation is to be perpetual.
- 3) The Corporation may engage in any activity or business permitted under the laws of the United States and of this State.
- 4) The aggregate number of shares of stock which this Corporation shall have authority to issue shall be 100 shares of common stock, each with a par value of \$100.00.
- 5) The amount of capital with which the Corporation shall begin business shall be \$100.00.
- 6) The street address of the corporation;s initial principal office shall be 8563-2 Argyle Business Loop, Jacksonville, Florida 32244.
- 7) The name of its registered agent shall be Lee H. Krotzer, 3885 Windridge Ct., Jacksonville, Florida 32257.
- 8) The number of directors of the corporation shall be not less than one nor more than five, shall be fixed from time to time by the By-laws, and the number may be altered as therein provided. In cases of any increase in the number of directors, the additional directors shall be elected as provided by the By-Laws, by the directors, or by the stockholders at any annual or special meeting. In case of any vacancy in the Board of Directors, the remaining directors, by affirmative vote of the majority thereof, may elect a successor to hold office for the unexpired portion of the term of the director whose place is vacant and until his successor shall be duly elected and qualified.
- 9) In furtherance and not in limitation of the powers conferred by law, the Board of Directors are expressly authorized:
 - a) To make, alter, amend and repeal the By-Laws of the Corporation.
 - b) To remove at any time any officer elected or appointed by the Board of Directors by only the affirmative vote of a majority of the whole Board of Directors. Any other officer or employee of the corporation may be removed at any time by vote of the Board of Directors, or by any committee or superior officer upon whom such power of removal may be conferred by the By-Laws or by the vote of the Board of Directors.

c) To designate, by resolution passed by a majority of the whole board, three or more of their number, to constitute an executive committee, who to the extent provided in said resolution or in the By-Laws of the corporation, shall have and exercise powers of the Board of Directors in the management of the business and affairs of the corporation, and shall have power to authorize the seal of the corporation to be affixed to all papers which may require it. A majority of such committee shall constitute a quorum for the transaction of business.

d) To designate any other standing committee by the affirmative vote of a majority of the whole board, and such standing committee shall have any and may exercise such powers as shall be conferred or authorized by the By-Laws, including the power to cause the seal of the corporation to be affixed to any papers which may require it.

e) From time to time, to fix and vary the sum to be reserved over and above its capital stock paid in before declaring any dividends, to direct and determine the use and disposition of any surplus or net profits over and above the stock paid in; to fix the time declared for any paying for any dividends, and, unless otherwise provided in this certificate or in the By-Laws, to determine the amount of any dividends. All sums reserved as working capital or otherwise may be applied from time to time to the acquisition or purchase of bonds or other obligations or shares of its own capital stock or other property to such extent and in such manner and upon such terms as the Board of Directors, but shares of such capital stock so purchased or acquired may be resold, unless such shares shall have been retired for the purpose of decreasing the company's stock as provided by law.

f) From time to time to determine whether and to what extent and what time and place and under what conditions and regulations the accounts and books of the corporation (other than the stock ledger), or any of them, shall have any right to inspect an account, book or document of the corporation, except as conferred by statute or authorized by the Board of Directors or by resolution of the stockholders.

g) With the written consent of the holders of two-thirds of its issued and outstanding stock of all classes without a meeting, or pursuant to the affirmative vote in person or by proxy of the holders of two-thirds of its issued and outstanding stock of all classes, at any meeting, either annual or special, called as provided by the By-Laws, the Board of Directors may sell, convey, assign, transfer, or otherwise dispose of any part of or all of the property, assets, rights and privileges of the corporation as an entity, for the stocks, bonds, obligations or other securities of another corporation of this or any other state, territory, colony, or foreign country, or for cash, or partly cash, credit or property, or for such other consideration as the Board of Directors, in their absolutely and uncontrolled discretion may determine.


h) The Corporation, may by its By-Laws, confer upon the directors powers and authorities additional to the foregoing and to those expressly conferred upon them by statute.


10. The name and post office address of the members of the first Board of Directors, and the first officers, who unless otherwise provided, shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified, are as follows:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
LEE H. KROTZER	PRESIDENT/SECRETARY	3885 Windridge Ct. Jacksonville, Fl. 32257
WILLIAM K. FORSYTHE	DIRECTOR/TREASURER	4051 Hall Boree Rd. Middleburg, Fl. 32066

The undersigned hereby subscribes to Articles of Incorporation and agrees to take the number of shares as indicated.

<u>NAME</u>	<u>AMOUNT</u>	<u>NO. OF SHARES</u>
LEE H. KROTZER	\$100.00	1
WILLIAM K. FORSYTHE	100.00	1

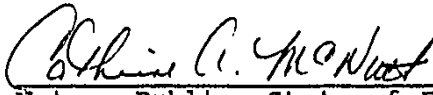

LEE H. KROTZER


WILLIAM K. FORSYTHE

STATE OF FLORIDA
COUNTY OF DUVAL

Before me personally appeared Lee H. Krotzer and William K. Forsythe, personally known to me and they acknowledged that they executed the foregoing Articles of Incorporation for the purposes therein expressed.

Witness my hand and official seal in Jacksonville, Duval County, Florida, this 3rd day of September, 1997.


Notary Public, State of Florida
My commission expires:



SEPTEMBER 24, 1997

LEE H. KROTZER
3885 WINDRIDGE CT.
JACKSONVILLE, FLORIDA 32257

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 26 PM 1:01

FLORIDA DEPARTMENT OF STATE
SANDRA B. MORTHAM
SECRETARY OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FLORIDA 32314

SUBJECT: MORTGAGE 911, INC.
Ref. Number: W97000020746

Please be advised that I hereby am familiar with and accept the duties and responsibilities as Registered Agent.

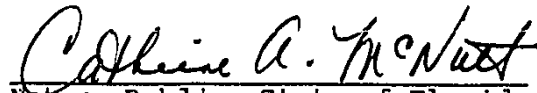
Sincerely,


Lee H. Krotzer

STATE OF FLORIDA
COUNTY OF DUVAL

Before me personally appeared Lee H. Krotzer, personally known to me.

Witness my hand and official seal in Jacksonville, Duval County, Florida, this 24th day of September, 1997.


Notary Public, State of Florida
My commission expires:

