

P97000100110

Frank W. Moseley
8900 N. Armenia Ave., Suite 304
Tampa, FL 33604
(813) 933-2274

November 19, 1997

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

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-11/21/97--01019--007
****122.50 ****122.50

Re: Mortgage Resource, Inc.

To Whom It May Concern:

Enclosed please find the Article of Incorporation for the above referenced company, and a check in the amount of \$122.50 for payment of a certified copy of incorporation.

Thank you for your time and consideration in this matter.

Sincerely,

Frank W. Moseley
Frank W. Moseley

FILED
97 NOV 21 AM 10:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97-11-25-97

ARTICLES OF INCORPORATION
OF
MORTGAGE RESOURCE, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - Name

The name of this corporation is MORTGAGE RESOURCE, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of FIVE DOLLAR (\$5.00) par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire any unissued or treasury shares.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 8900 North Armenia Avenue Suite # 304, Tampa, FL 33604, and the name of the initial registered agent of this corporation at that address is FRANK W. MOSELEY.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one (1). The name and address of the initial director of this corporation is:

Name -----	Address -----
FRANK WITHERSPOON MOSELEY	8900 North Armenia Avenue Suite 304 Tampa, FL 33604

ARTICLE VIII - INCORPORATOR

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

Name -----	Address -----
FRANK WITHERSPOON MOSELEY	8900 North Armenia Avenue Suite 304 Tampa, FL 33604

ARTICLE IX - OFFICERS

The names of the officers who, subject to the bylaws and these Articles of Incorporation, shall hold office for the first year of existence of the corporation or until their successors are duly elected and qualified, shall be :

Names -----	Office -----
FRANK WITHERSPOON MOSELEY	President / Secretary / Treasurer

ARTICLE X - SHAREHOLDERS

The names and numbers of shares which the subscribers of these Articles of Incorporation agree to take are :

Names -----	# of Shares -----
FRANK WITHERSPOON MOSELEY	100 Shares

ARTICLE XI - SHAREHOLDERS QUORUM AND VOTING

A majority of the share entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of the shareholders. When a specified item of business is required to be voted on by a class or series of stock, a majority of the shares of such class or series shall constitute a quorum for the transaction of such item of business by that class or series. If a quorum is present, the affirmative vote of the majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders unless otherwise provided by law. After a quorum has been established at a shareholders meeting, the subsequent withdrawal of shareholders, so as to reduce the number of shareholders entitled to vote at the meeting below the number required for a quorum, shall not affect the validity of any action taken at the meeting or any adjournment thereof.

ARTICLE XII - INTERNAL REVENUE CODE

It is the intention of the incorporation of this Corporation that the First Board of Directors adopt the Plan under Section 1244 of the Internal Revenue Code allowing a limited ordinary loss to individuals for loss of stock of a "Small Business Corporation" which qualifies under the Code.

IN WITNESS WHEREOF, I have hereunto set my hand and seal and acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 19th day of November, 1997.

Frank W. Moseley*
Frank W. Moseley
REGISTERED AGENT

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

* I HEREBY ACCEPT THE DUTIES & RESPONSIBILITIES
AS REGISTERED AGENT.

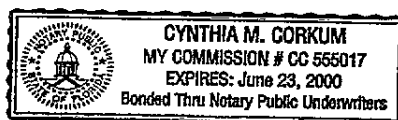
Before me, the undersigned authority, personally appeared Frank W. Moseley, to me known and known to be the individual described in and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 19th day of November, 1997.

Cynthia M. Gorkum

Notary Public

My Commission Expires



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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