

KENNETH N. HANKIN

14614 S. W. 174 TERRACE
MIAMI, FLORIDA 33177
PHONE (305) 232-1930
FAX (305) 232-2742

P97000103153

November 20, 1997

Office of the Secretary of State
Division of Corporations
George Firestone Building
409 East Gaines Street
Tallahassee, FL 32399

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RE: Articles of Incorporation
International Management & Trust Company

Gentlemen:

Please find enclosed two duplicate originals of the proposed Articles of Incorporation for International Management & Trust Company together with a remittance in the amount of \$122.50 for the payment of fees incident to this filing.

Please forward a certified copy of the Articles at your earliest convenience to the above address.

Thanks for your time and immediate cooperation.

Sincerely,



Kenneth N. Hankin

KNH/ib

Enclosures

FILED
97 DEC -8 PM 1:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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12/8/97

~~97-21675~~
mem
11-26-97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 26, 1997

KENNETH N. HANKIN
14614 SW 174 TERR
MIAMI, FL 33177

SUBJECT: INTERNATIONAL MANAGEMENT & TRUST COMPANY
Ref. Number: W97000026675

*NAME HAS BEEN
CHANGED PURSUANT
TO OUR CONVERSATION.
THANKS.*

We have received your document for INTERNATIONAL MANAGEMENT & TRUST COMPANY and your check(s) totaling \$122.50. 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: 597A00056547

ARTICLES OF INCORPORATION
OF
INTERNATIONAL MANAGEMENT & TRUST, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is International Management & Trust, Inc.

ARTICLE II - DURATION

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

ARTICLE III - PURPOSE

This corporation is organized for the purposes of transacting business relating to, but not necessarily limited to, preparation of financial arrangements with various lending institutions for varied business purposes. The corporation is further authorized to act as agent for both the lender and the corporation's clients. The corporation shall be in the business of procuring financial arrangements of any kind or context and to conduct such other business as may be lawful under the laws of the State of Florida and the United States.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of common stock which shall have a par value of one dollar (\$1.00) per share.

ARTICLE V - INITIAL REGISTERED AGENT AND OFFICE

The initial mailing address and street address of the corporation is 14614 S. W. 174 Terrace, Miami, Florida 33177 and the name and address of the initial registered agent is Kenneth N. Hankin at 14614 S. W. 174 Terrace, Miami, FL 33177.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The corporation shall have two (2) directors constituting the initial Board of Directors. The number of directors may be increased or decreased from time to time in accordance with the by-laws of the corporation. The names and street addresses of the initial Board of Directors are:

NAME	ADDRESS
Kenneth N. Hankin	14614 S. W. 174 Terrace Miami, FL 33177
Dominic V. Venturella	720 S. W. 68 Boulevard Pembroke Pines, FL 33023

ARTICLE VII - INCORPORATOR

The name and address of each person signing these Articles is:

NAME	ADDRESS
Kenneth N. Hankin	14614 S. W. 174 Terrace Miami, FL 33177

ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director to the fullest extent permitted by law.

ARTICLE IX - AMENDMENT

The corporation reserves the right to amend or repeal any of the provisions contained in these Articles of Incorporation or any amendment hereto. Any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the 20th day of November, 1997.


Kenneth N. Hankin

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in the Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties and I am familiar with and accept the obligation of my position as registered agent.


Kenneth N. Hankin

FILED
DEC - 8 PM 1:48
CLERK OF STATE
TALLAHASSEE, FLORIDA