

P98000008035

STEPHEN L. VINSON, JR., P.A.

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 26 AM 8:39

November 25, 1997

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

600002366716--9
-12/09/97--01041--015
****122.50 ****122.50

Re: Articles of Incorporation of Financing America, Inc.

Gentlemen:

Enclosed herewith are two (2) executed copies of Articles of Incorporation of Financing America, Inc. along with a check in the amount of \$122.50. Please return the certified copy in the enclosed self addressed stamped envelope to the undersigned.

If there are any questions, please call.

Very truly yours,

[Signature]
Stephen L. Vinson, Jr.

SLV/ip
Enclosures

*89,3544,2550
W97-27590*

D. BROWN JAN 27 1998



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

December 10, 1997

STEPHEN L. VINSON, JR., P.A.
1200 BRICKELL AVENUE
SUITE 1680
MIAMI, FL 33131

SUBJECT: FINANCING AMERICA, INC.
Ref. Number: W97000027590

We have received your document for FINANCING AMERICA, 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):

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) 487-6972.

Doris Brown
Document Specialist

Letter Number: 797A00058210

ARTICLES OF INCORPORATION

OF

RESIDENTIAL MORTGAGE SPECIALIST, INC.

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The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation is Residential Mortgage Specialist, Inc. and its address is 13831 S.W. 59th Street, Suite 206, Miami, Florida 33183.

ARTICLE II

DURATION

The duration of the corporation is perpetual.

ARTICLE III

PURPOSE

The general purpose for which the corporation is organized are:

(1) To transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

(2) To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV

AUTHORIZED SHARES

The aggregate number of shares which the corporation is authorized to issue is 5,000. Such shares shall be of a single class and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE V

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 1200 Brickell Avenue, Suite 1680, Miami, Florida 33131 and the name of its initial registered agent at such address is Stephen L. Vinson, Jr.

ARTICLE VI

DIRECTORS

The number of directors constituting the board of directors of the corporation shall be determined in accordance with the By-Laws, but shall not be less than one. The number of directors constituting the initial board of directors is two (2). The name and address of the person who is to serve as the member of the initial board of directors are:

Beatriz Vinson
13831 S.W. 59th Street, Suite 206
Miami, Florida 33183

Margaret Sanchez
13831 S.W. 59th Street, Suite 206
Miami, Florida 33183

ARTICLE VII

INCORPORATOR

The name and address of the incorporator are:

Stephen L. Vinson, Jr.
Stephen L. Vinson, Jr., P.A.
1200 Brickell Avenue
Suite 1680
Miami, Florida 33131

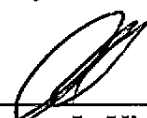
ARTICLE VIII

INDEMNIFICATION

The corporation shall indemnify each director, officer and shareholder of the

corporation against any and all liability and expenses incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer, director or shareholder of the corporation to the full extent permitted by the laws of the State of Florida.

Executed by the undersigned on the 28th day of January, 1998.



Stephen L. Vinson, Jr.

STATE OF FLORIDA)

COUNTY OF DADE)

BEFORE ME appeared Stephen L. Vinson, Jr. to me personally known to be the person described in and who subscribed the above Articles of Incorporation and he freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal
this 24th day of February 1998.



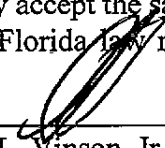
ISAMARY PERAL
COMMISSION # CC 463187
EXPIRES MAY 14, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.

NOTARY PUBLIC

My commission expires:

Acknowledgment of Appointment by Registered Agent

Having been named the registered agent for the above corporation at the place designated in the foregoing Articles of Incorporation, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.



Stephen L. Vinson, Jr. Registered Agent

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