

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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98 MAR 30 AM 7:59

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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The Green Tree Insurance  
Group, Inc.

Art of Inc. File \_\_\_\_\_  
LTD Partnership File \_\_\_\_\_  
Foreign Corp. File \_\_\_\_\_  
L.C. File \_\_\_\_\_  
Fictitious Name File \_\_\_\_\_  
Trade/Service Mark \_\_\_\_\_  
Merger File \_\_\_\_\_  
Art. of Amend. File \_\_\_\_\_  
RA Resignation \_\_\_\_\_  
Dissolution / Withdrawal \_\_\_\_\_  
Annual Report / Reinstatement \_\_\_\_\_  
Cert. Copy \_\_\_\_\_  
Photo Copy \_\_\_\_\_  
Certificate of Good Standing \_\_\_\_\_  
Certificate of Status \_\_\_\_\_  
Certificate of Fictitious Name \_\_\_\_\_  
Corp Record Search \_\_\_\_\_  
Officer Search \_\_\_\_\_  
Fictitious Search \_\_\_\_\_  
Fictitious Owner Search \_\_\_\_\_  
Vehicle Search \_\_\_\_\_  
Driving Record \_\_\_\_\_  
UCC 1 or 3 File \_\_\_\_\_  
UCC 11 Search \_\_\_\_\_  
UCC 11 Retrieval \_\_\_\_\_  
Courier \_\_\_\_\_

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file *[signature]*

Signature \_\_\_\_\_

Requested by: *DW* 3/30/98 9:10  
Name Date Time

Walk-In \_\_\_\_\_ Will Pick Up \_\_\_\_\_

MP  
03-31-98

ARTICLES OF INCORPORATION

OF

**THE GREEN TREE INSURANCE GROUP, INC.**

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ARTICLE I - NAME

The name of this Corporation is **THE GREEN TREE INSURANCE GROUP, INC.**

ARTICLE II - DURATION

The Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States and Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is Five Thousand (5,000) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The initial registered office and mailing address of this Corporation shall be located at 560 N.W. 165th Street Road, Suite 300, Miami, FL 33169, and the initial registered agent of this Corporation at such office shall be PAUL FRAYND, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes as amended from time to time, with respect to keeping an office for service of process.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of four members. The number of directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the

number of directors be less than four. The names and addresses of the directors constituting the initial Board of Directors are:

Name	Address
PAUL FRAYND	560 NW 165 <sup>th</sup> Street Road Suite 300 Miami, FL 33169
MARCOS FRAYND	560 NW 165 <sup>th</sup> Street Road Suite 300 Miami, FL 33169
SAUL FRAYND	560 NW 165 <sup>th</sup> Street Road Suite 300 Miami, FL 33169
FANNY F. SINGER	560 NW 165 <sup>th</sup> Street Road Suite 300 Miami, FL 33169

#### ARTICLE VII - INCORPORATOR


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

Name	Address
PAUL FRAYND	560 NW 165 <sup>th</sup> Street Road Suite 300 Miami, FL 33169

#### ARTICLE VIII - INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

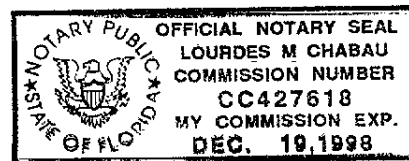
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of  
Incorporation this 27th day of March, 1998.

  
PAUL FRAYND

STATE OF FLORIDA)  
COUNTY OF DADE )

The foregoing Articles of Incorporation of **THE GREEN TREE INSURANCE  
GROUP, INC.** were acknowledged before me this 27th day of March, 1998, by PAUL  
FRAYND, Incorporator.

  
Notary Public



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**CERTIFICATE DESIGNATING REGISTERED 98 MAR 30 AM 7:59**  
**AGENT AND STREET ADDRESS FOR SERVICE OF**  
**PROCESS WITHIN FLORIDA**

Pursuant to Florida Statutes 48.091, **THE GREEN TREE INSURANCE GROUP, INC.**,  
desiring to organize under the laws of the State of Florida, hereby designates **PAUL FRAYND**,  
560 NW 165<sup>th</sup> Street Road, Suite 300, Miami, FL 33169, as its registered agent to accept service  
of process within the State of Florida.

**ACCEPTANCE OF REGISTERED AGENT**

Having been named in the Articles of Incorporation to accept service of process for **THE**  
**GREEN TREE INSURANCE GROUP, INC.** at the place designated above, **PAUL FRAYND**  
agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 relative  
to keeping open such office.

Date: 3/29/98

  
PAUL FRAYND