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BOARD OF DIRECTORS

Officers

Dr. Roy Phillips
President
Hosea Butler, Jr.
Secretary
Verbert C. Anderson
Treasurer

Members

Cornelius E. Allen
Reginald Clyne, Esq.
T. Willard Fair
John A. Hall
Ken Mason
Congresswoman Carrie P. Meek
Garth C. Reeves
Neill Robinson
Dorothea Stewart
David L. Wilson
Eldine H. Black,
Executive Director

April 29, 1998

Department of State
Division of Corporation
Post Office Box 6327
Tallahassee, Florida 32314

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-05/04/98 -01086--018
***122.50 ***122.50

Re: **Articles of Incorporation:**
UNIVERSAL MORTGAGE REDUCTION, INC.

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation for the above referenced corporations a Certificate Designating Place of Business for UNIVERSAL MORTGAGE REDUCTION, INC., along with check #1014 in the amount of \$122.50 for filing fee.

Please file both the Article and Certificate of Designation for the corporation and return a file-marked, certified copy of each document to the undersigned attorney at:

TOOLS FOR CHANGE
P.O. Box 510605
MIAMI, FLORIDA 33151

Thank you for your assistance with this matter.

Sincerely,

Jeannette G. Andrews, Esq.

TOOLS FOR CHANGE
BLACK ECONOMIC DEVELOPMENT COALITION, INC.

STATE DEPT OF STATE
TALLAHASSEE, FLORIDA
98 MAY -4 PM 2:01
FILED

Handwritten initials and numbers

FILED
08 MAY -4 PM 2:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
UNIVERSAL MORTGAGE REDUCTION, INC.

The undersigned, incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLES I: NAME OF THE CORPORATION

The name of the corporation is UNIVERSAL MORTGAGE REDUCTION, INC., hereinafter referred to as the "Corporation".

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and the mailing address of the Corporation is 19032 NW 10th Place, Miami, FL 33169.

ARTICLE III: DURATION OF THE CORPORATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE IV: PURPOSE OF THE CORPORATION

The purpose for which the Corporation is organized is to engage in any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statute, as amended.

ARTICLE V: AUTHORIZED SHARES

The Corporation is authorized to issue Five Thousand (5,000) shares of common stock with a par value of \$1.00 per share. All stock shall be of one class. The Board of Directors may authorize the issuance of such stock to such person(s) upon such terms and for such consideration as they may deem appropriate. The consideration may consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the Corporation.

ARTICLE VI: PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights. Every shareholder, upon the sale for cash of any new or reissued stock of the Corporation, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE VII: INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Corporation's initial registered office is 19032 NW 10th Place, Miami, FL 33169; and the registered agent at that office is VALERIE HYMAN.

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) director constituting the initial Board of Directors. The number of directors may be increased or decreased from time to time by the bylaws.

The initial Board of Directors of the Corporation shall be comprised of:

VALERIE HYMAN
19032 NW 10th Place
Miami, FL 33169

ARTICLE IX: INCORPORATOR

The incorporator of the Corporation is as follows:

VALERIE HYMAN
19032 NW 10th Place
Miami, FL 33169

IN WITNESS WHEREOF, I, VALERIE HYMAN, the undersigned incorporator, have signed these Articles of Incorporation on this 29 day of April, 1998, and acknowledged the same to be my act.

Valerie Hyman
VALERIE HYMAN

STATE OF FLORIDA)

COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 29 day of April, 1998 by VALERIE HYMAN, who personally appeared before me at the time of notarization, and who is personally known to me or who produced a FLORIDA IDENTIFICATION as identification.

NOTARY PUBLIC:

SIGN: Geraldine M. Belle

PRINT: Geraldine M. Belle
STATE OF FLORIDA AT LARGE



Geraldine Mathis Belle
My Commission CC577991
Expires Aug. 18, 2000

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED

Pursuant to the provisions of Chapters 48.091 and 607.0501 of the Florida Statutes, the following is submitted, in compliance with said Acts:

First--That UNIVERSAL MORTGAGE REDUCTION, INC., desiring to organize under the laws of the State of Florida with its principal office at 19032 NW 10th Place, as indicated in the Articles of Incorporation in the City of Miami, County of DADE, State of Florida, has named VALERIE HYMAN, at 19032 NW 10th Place, in the City of Miami, County of DADE, State of Florida, as its agent to accept service of process within this state.

-Acceptance of Agent-

ACKNOWLEDGMENT:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 obligations of my position as registered agent.

BY: Valerie Hyman
VALERIE HYMAN

DATE: 4/29/98

FILED
98 MAY -4 PM 2:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA