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# ARTICLES OF INCORPORATION OF SOUTH FLORIDA MORTGAGE INVESTMENTS, INC.

The undersigned acting as incorporator of a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

#### ARTICLE 1 - NAME

The name of the corporation is South Florida Mortgage Investments, Inc.. The mailing address of the corporation is 950 N. Collier Blvd., Suite #4106, Marco Island, Florida 34145.

# ARTICLE II - PRINCIPAL OFFICE

The street address of the principal office of this corporation is 950 N. Collier Blvd., Suite #4196, Marco Island, Florida 34145.

#### ARTICLE III - COMMENCEMENT AND DURATION

The corporation is to commence its corporate existence on the date of filing, and shall exist perpetually thereafter until dissolved according to law.

#### ARTICLE IV - PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business.

#### ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of common stock with a par value of \$1.00 per share.

### **ARTICLE VI - SPECIAL PROVISIONS**

The corporation hereby makes the IRC 1244 election.

#### ARTICLE VII - PRE-EMPTIVE RIGHTS

Every shareholder, upon the issuance of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share at the price at which it is offered to others.

#### <u> ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT</u>

The street address of the initial registered office of this corporation is 900 Sixth Ave., S,

Suite #303, Naples, FL 34101, and the name of the initial resident agent of the corporation at that address is Susan K. Christopher, c/o Rust & Christopher, P.A. The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

#### ARTICLE IX - BOARD OF DIRECTORS

The name and street address of the initial Director who, subject to the provisions of the Articles of Incorporation, the By-Laws of this corporation, and the laws of the State of Florida, shall hold office until the first annual meeting of shareholders or his successors are elected and have qualified is as follows:

NAME

Robert E. Holm

<u>ADDRESS</u>

950 N. Collier Blvd., Suite #7106 410-8

Marco Island, FL 34145

#### **ARTICLE X - OFFICERS**

The initial officer(s) of the corporation shall be as follows:

Robert E. Holm

President

James K. McGregor

Secretary

#### <u>ARTICLE XI - INDEMNIFICATION</u>

The corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent now or hereafter permitted by law.

#### **ARTICLE XII - BYLAWS**

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors.

#### ARTICLE XIII - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation, is as follows:

NAME

Robert E. Holm

<u>ADDRESS</u>

950 N. Collier Blvd., Suite #4106 4108

Marco Island Florida 34145.

# ARTICLE XIV - AMENDMENT OF ARTICLES OF CORPORATION

The Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, and approved at a stockholders meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

The undersigned, has executed these Articles of Incorporation, for the purpose of forming a corporation under the laws of the State of Florida, and does make and file these Articles and does certify that the facts contained herein are true.

BY: Robert E Hohn

My Commission Expires:

STATE OF FLORIDA

COUNTY OF COLLIER

Before me, the undersigned Notary Public in and for said State and County, appeared
the subscribing incorporator to the foregoing Articles of
Incorporation, to me personally known (or who produced as
dentification), who stated under oath that he is the person described in and who executed the
foregoing Articles of Incorporation and acknowledged and declared that he did make, execute,
subscribe, and acknowledge the foregoing Articles of Incorporation as its voluntary act and deed for
the purpose of forming a corporate body, pursuant to and under the provisions of the laws of the
State of Florida, and the foregoing Articles of Incorporation and that the facts set forth therein are
true and correct.
IN WITNESS WHEREOF, I have hereunto set my handsand official seal this the day of
May , 1998 in the State and County aforesaid.  Phyllis A. Cowin Notary Public, State of Florida Commission No. CC 471361  Phyllis A. Cowin Notary Public, State of Florida Commission No. CC 471361  Phyllis A. Cowin Notary Phyllis Phyllis A. Cowin Notary Phyllis A. Cowin Notary Phyllis Phyllis A. Cowin Notary Phyllis P
NOTARY PUBLIC

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

In pursuant of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First: That South Florida Mortgage Investments, Inc. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Susan K. Christopher C/0: Marco Island, State of Florida, County of Collier, has named/Rust & Christopher, P.A., as its agent to accept service of process within this State.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above-stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Susan K. Christopher, Resident Agent c/o Rust & Christopher, P.A.

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SECRETARY OF STATE