

CAPITAL CONNECTION, INC.

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 JUN -9 PM 1:38

P980000051495

State Mortgage Funding
Inc.

- ☒ Art of Inc. File _____
☐ LTD Partnership File _____
☐ Foreign Corp. **P980002552638--7**
-05/09/98--01043--018
☐ L.C. File ******122.50 ****122.50**
☐ 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 _____

Signature _____

Requested by: Cher 6.9 951

Name _____ Date _____ Time _____

Walk-In _____ Will Pick Up _____

RECEIVED
98 JUN -9 AM 10:15

RP
060998

ARTICLES OF INCORPORATION

OF

98 JUN -9 PM 1:38

STATE MORTGAGE FUNDING, INC.

THE UNDERSIGNED, being of legal age and a natural person, does hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a Corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be:

STATE MORTGAGE FUNDING, INC.

(the "Corporation"), and its initial address shall be:

280 West Canton Avenue, Suite 240
Winter Park, Florida 32789

ARTICLE II

PURPOSE

The Corporation may only engage in any activity or business permitted by the laws of the State of Florida.

ARTICLE III

AUTHORIZED CAPITAL STOCK

The Capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of</u> <u>Shares Authorized</u>	<u>Per Value</u> <u>Per Share</u>	<u>Class</u> <u>Of Stock</u>
7,500	\$1.00	Common

The consideration for all of the above stock shall be payable in cash, property (real or personal), labor or services in lieu of cash; at a just valuation to be fixed by the Board of Directors of the Corporation.

ARTICLE IV

CORPORATE DURATION AND COMMENCEMENT OF EXISTENCE

This Corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE V

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office of the Corporation shall be at:

280 West Canton Avenue, Suite 240
Winter Park, Florida 32789

with the privilege of having its offices and branch offices at other places within or without the State of Florida. The initial registered agent at that address shall be:

PHILIP J. SNYDERBURN

ARTICLE VI

NUMBER OF DIRECTORS

This Corporation shall have at least one Director, with the exact number to be specified, from time to time, by the shareholders unless the shareholders shall, by a majority vote thereafter, determine that the Corporation be managed by the shareholders.

ARTICLE VII

NAME AND ADDRESS OF OFFICER AND DIRECTOR

The name and address of the first Director of the Corporation, who shall hold office the first year or until his or her successor is duly elected and qualified shall be:

<u>Name</u>	<u>Position</u>	<u>Address</u>
Philip J. Snyderburn	Director	280 West Canton Avenue Suite 240 Winter Park, Florida 32789

ARTICLE VIII

NAME AND ADDRESS OF INCORPORATOR

The name and address of the incorporator is:

PHILIP J. SNYDERBURN

280 West Canton Avenue, Suite 240
Winter Park, Florida 32712

ARTICLE IX

CONFLICTS OF INTEREST

No contract or other transaction between this Corporation and any other corporation, and no act of this Corporation, shall in any way be affected or invalidated by the fact that any of the Directors of this Corporation are pecuniarily or otherwise interested in, or are the directors or officers of, such other corporation. Any Director individually, or any firm of which any Director may be a member, may be a party to, or may be pecuniarily to otherwise interested in any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any Director of this Corporation who is also a director or an officer of such other Corporation, or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation which shall authorize any such contract or transaction with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

ARTICLE X

LIMITED LIABILITY OF SHAREHOLDERS

The private property of the shareholders shall not be subject to payment of the Corporation's debts to any extent.

ARTICLE XI

INDEMNIFICATION OF OFFICERS AND DIRECTORS

This Corporation shall indemnify and insure its officers and Directors to the fullest extent permitted by law either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the incorporator hereinabove named, for the purpose of forming a corporation under the laws of the State of Florida to do business both within and without the State of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 8th day of June, 1998.



PHILIP J. SNYDERBURN
Incorporator

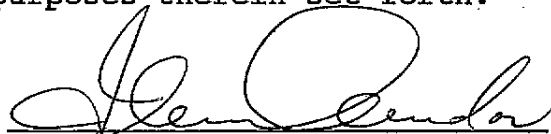
STATE OF FLORIDA)
 : ss
COUNTY OF ORANGE)

8th The foregoing instrument was acknowledged before me this day of June, 1998, by PHILIP J. SNYDERBURN, who is personally known to me or who has produced his _____ as identification and who did take an oath and executed the foregoing Articles of Incorporation for the purposes therein set forth.

My commissions expires:



Ileana Amador
My Commission CC613986
Expires December 20, 1999



NOTARY PUBLIC

Name: Ileana Amador

State of Florida at Large

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

In compliance with the laws of the State of Florida, the
following is submitted:

First, that:

STATE MORTGAGE FUNDING, INC.

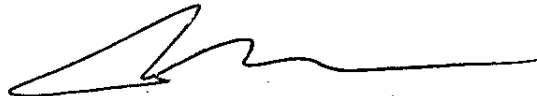
desiring to organize under the laws of the State of Florida has
named:

PHILIP J. SNYDERBURN

280 West Canton Avenue, Suite 240, Winter Park, Orange County,
State of Florida, as its statutory registered agent.

Having been named the statutory agent of the above
corporation at the place designated in this certificate, 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.

Dated this 6th day of June, 1998.



PHILIP J. SNYDERBURN
Registered Agent