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**STEPHEN C. PREUSS**  
**ATTORNEY AT LAW**

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Riverview, FL 33569  
Telephone & Facsimile  
(813) 654-8550

June 16, 1998

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-06/18/98--01046--009  
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Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Incorporation of A-MADEWELL MORTGAGE COMPANY, INC.

Dear Sir or Madam,

Enclosed please find the Articles of Incorporation for the above referenced corporation, along with a check in the amount of \$ 122.50 for the filing fee and cost of a certified copy of the filed Articles. I appreciate your assistance.

Please call if you have any questions.

Sincerely,

  
Stephen C. Preuss

APPROVED  
AND  
FILED  
98 JUN 18 AM 9:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. BROCK JUN 22 1998

ARTICLES OF INCORPORATION  
OF  
A-MADEWELL MORTGAGE COMPANY, INC.

98 JUN 18 AM 9:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

A-MADEWELL MORTGAGE COMPANY, INC.

The principal place of business of this corporation shall be  
1607 Tropicana, Suite A, Valrico, FL 33594-4073

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having no par value per share.

ARTICLE IV. ADDRESS

The name and street address for the initial registered agent of corporation shall be:

Stephen C. Preuss, Esq.  
13004 Shadow Run Blvd.  
Riverview, FL 33569

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

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

ARTICLE VII. SPECIAL PROVISIONS

It is the intent of the incorporator that the corporation may qualify under Section 1244 of the Internal Revenue Code and that the corporation may file as a Subchapter S corporation.

ARTICLE VIII. OFFICERS AND DIRECTORS

The name and street address of the initial officers and directors who shall hold office for the first year of the corporation, or until successors are elected or appointed are as follows:

KATRINA J. MADEWELL, President, Secretary, and Director  
1607 Tropicana, Suite A, Valrico, FL 33594-4073  
MYRTLE GRAHAM-WORLEY, V.P., Treas. and Director  
1607 Tropicana, Suite A, Valrico, FL 33594-4073

ARTICLE IX. INCORPORATOR

The name and address of the Incorporator to these Articles of

Incorporation is:

Stephen C. Preuss, Esq.  
13004 Shadow Run Blvd. Riverview, FL 33569

IN WITNESS WHEREOF, the undersigned has hereunto set his/her hand  
this 16 day of June, 1998.

  
\_\_\_\_\_  
Stephen C. Preuss, Esq.

ACCEPTANCE BY REGISTERED AGENT

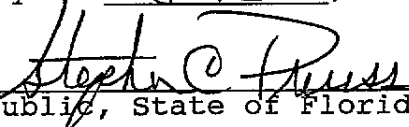
I, Stephen C. Preuss, hereby am familiar with and accept  
the duties and responsibilities as Registered Agent for said  
corporation.

  
\_\_\_\_\_  
Stephen C. Preuss

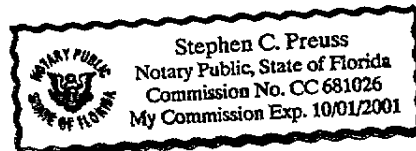
State of Florida

County of Hillsborough

The foregoing instrument was acknowledged before me this 16  
day of June, 1998.

  
\_\_\_\_\_  
Notary Public, State of Florida at Large

My Commission Expires; \_\_\_\_\_



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AND  
FILED  
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