

P99 000012009

LETTER OF TRANSMITTAL

To: Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Fl. 32314

In Re: PALAU MORTGAGE COMPANY, INC.

400002764934--8
-02/04/99-01078--005
*****70.00 *****70.00

Gentlemen;

Enclosed please find the original and one copy of the Articles of Incorporation for PALAU MORTGAGE COMPANY, INC., together with my check for \$ 70.00.

This represents the cost of the Filing Fees, and the fee for Registered Agent Designation for the above named Corporation.

Sincerely,

PALAU MORTGAGE COMPANY, INC.
Julio Palau
2607 W. Hillsborough Ave.
Tampa, Fl. 33614
813-879-7500

FILED
99 FEB -4 AM 11:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CB
2-8-99
4

ARTICLES OF INCORPORATION
of
PALAU MORTGAGE COMPANY, INC.

The undersigned subscriber(s) to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the Florida Business Corporation Act.

ARTICLE I CORPORATE NAME

The name of the corporation shall be:

PALAU MORTGAGE COMPANY, INC.

ARTICLE II DURATION

This corporation shall exist perpetually unless dissolved according to the Laws of the State of Florida.

ARTICLE III PURPOSE

The corporation is hereby organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV CAPITAL STOCK

The corporation is authorized to issue 100 shares of Common Stock which shall be designated "Common Shares".

ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The principal office address shall be:

2607 W. Hillsborough Ave
Tampa, FL 33614...

The mailing address (if different from the above-stated) shall be:

SAME

The name and street address of the Initial Registered Agent of this corporation is:

Julio Palau
2607 W. Hillsborough Ave
Tampa, FL 33614

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TALLAHASSEE, FLORIDA

ARTICLE VI INITIAL BOARD OF DIRECTORS

This corporation shall have 2 director(s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name(s) and address(es) of the initial director(s) of the corporation are as follows:

Julio Palau, President
2607 W. Hillsborough Ave
Tampa, FL 33615

~~Michael Carbjal, Vice President~~
~~2607 W. Hillsborough Ave~~
~~Tampa, FL 33615~~

*Ken Bickard
J.P.*

ARTICLE VII INCORPORATORS

The name(s) and address(es) of the incorporator(s) signing these Articles of Incorporation are as follows:

Julio Palau, President
2607 W. Hillsborough Ave
Tampa, FL 33615

~~Michael Carbjal, Vice President~~
~~2607 W. Hillsborough Ave~~
~~Tampa, FL 33615~~

*Ken Bickard
J.P.*

IN WITNESS WHEREOF, under penalty of perjury, the undersigned subscriber(s) have executed these Articles of Incorporation this 26 day of Jan

1999

Julio E Palau

Signature

Michael Carbjal

Signature

Signature

Signature

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

**CERTIFICATE OF REGISTERED AGENT
OF**

PALAU MORTGAGE COMPANY, INC.

Pursuant to the provisions of section 607.0501 or 617.0501 Florida Statutes, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in designating the Registered Agent/Registered Office in the State of Florida.

The name and address of the of the Registered Agent and Office is as stated immediately below:

Julio Palau
2607 W. Hillsborough Ave
Tampa, FL 33614

ACKNOWLEDGEMENT

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, Julio Palau, hereby accept the appointment as Registered Agent and agree to act in this capacity. I, Julio Palau, 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.


Registered Agent

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TALLAHASSEE, FLORIDA