



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 25, 1999

VISIONS II
1525 16TH ST SO
ST PETERSBURG, FL 33705

SUBJECT: YARRUM, INCORPORATED
Ref. Number: W99000001717

We have received your document for YARRUM, INCORPORATED and check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

If you have any further questions concerning your document, please call (850) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 299A00003138

Returned for proper filing,
2/2/99
A handwritten signature, possibly "P. Hall", is written in black ink and enclosed within a hand-drawn oval.

FILED

99 JAN 19 PM 1:43

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
YARRUM FINANCIAL SERVICES, INC.**

We, the undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, desire to incorporate under Chapter 607, Florida Statutes. We hereby associate ourselves together for the purpose of forming a corporation FOR PROFIT under the laws of the State of Florida.

**ARTICLE I
NAME AND AFFILIATION**

EFFECTIVE DATE
Jan 12, 1999

The name of this corporation shall be: **YARRUM FINANCIAL SERVICES, INC.**, and its Principal Place of Business shall be at 2067 1st Avenue North, St. Petersburg, Pinellas County, Florida, 33713.

ARTICLE II

The purpose of this corporation shall be as follows:

1. To provide affordable mortgage loans individuals within the state of Florida.
2. To provide mortgage, home ownership counseling, financial management assistance;
3. To develop and provide foreclosure prevention counseling;
4. To provide avenues to alternative funding sources throughout the country.
5. To disseminate information regarding the various types of funding programs, home ownership options, etc. through regular workshops, seminars and other avenues throughout the state.
6. To conduct any other legal business allowed in the state of Florida.

**ARTICLE III
EXISTENCE**

This corporation shall have a perpetual existence.

**ARTICLE IV
MANAGEMENT OF CORPORATION AND ELECTION OF OFFICERS**

The officers who will manage the affairs of the corporation shall consist of a Chief Executive or President , Vice President, Secretary and Treasurer, who shall be elected on an annual basis by the members of the corporation at the annual corporation meeting.

**ARTICLE V
SHARES OF CORPORATION**

The corporation is authorized to have 100 shares of preferred stock at no par value and 1000 shares of common stock at 0.10 par value.

**ARTICLE VI
INITIAL CORPORATE OFFICERS**

The officers who shall manage the affairs of the corporation until the first election under the Articles of Incorporation, and who will, thereafter, continue as such officers until their respective successors are elected and qualified shall be as follows:

Joan Murray	President/Secretary
Gary Murray	Vice President/Treasurer

**ARTICLE VII
BOARD OF DIRECTORS**

Section 1: The business affairs of this corporation shall be managed by the Board of Directors.

Section 2: The Board of Directors shall consist of three to eleven (3-11) members. Directors shall be chosen by the majority vote of all members present at the annual meeting of the corporation.

Section 3: The duly selected Board of Directors may elect from such board an Executive Committee, which Executive Committee shall, subject to ratification by the Board of Directors as a whole, have the same powers and authority as set forth herein for the Board of Directors. The By-Laws may impose other conditions or restrictions.

Section 4: Directors shall be elected to serve for two years, however, the terms of the first Directors shall be equally staggered for one and two years as provided by the By-Laws.

Section 5: The Board of Directors may fill vacancies on the Board until the Annual Meeting of the Members.

Section 6: The names and addresses of the persons who are to serve as Directors until such time as a Board of Directors is selected in conformance with these Articles of Incorporation are:

Joan Murray	1525 16th Street South St. Petersburg, FL 33705
Theresa Murray	1525 16th Street South St. Petersburg, FL 33705
Gary Murray	1525 16th Street South St. Petersburg, FL 33705
Adelle Hughes	1525 16th Street South St. Petersburg, FL 33705
Jason Murray	1525 16th Street South St. Petersburg, FL 33705

J. Fred Dixon

1562 Picardy Circle
Clearwater, FL 34616

**VIII
BY-LAWS**

The By-Laws of the Corporation are to be made, altered or rescinded upon the majority of the members of the Board of Directors after due notice to all members at least two (2) weeks in advance of any meeting of the Board of Directors.

**IX
AMENDMENTS TO ARTICLES OF INCORPORATION**

Amendments to the Articles of Incorporation may be proposed and adopted by majority vote of the members of the corporation at any annual or special meeting called for that specific purpose and provided a copy of the proposed amendment shall have been distributed to all members of the corporation at least two (2) weeks in advance of the meeting.

**ARTICLE X
SEAL OF THE CORPORATION**

The seal shall be kept at the executive offices of the corporation in the custody of the President and/or CEO. The Secretary or the President shall attest and affix the seal to all contracts and legal documents made by the Corporation.

**ARTICLE XI
FISCAL YEAR**

The Fiscal Year of this corporation shall be from January 1 through December 31 of each year.

**ARTICLE XII
AMENDMENT TO BY-LAWS**

These By-Laws may be altered, amended or rescinded by a vote of two-thirds of the members of the Board of Directors present at any regular meeting of the Board or at any special meeting of the Board of Directors called for that purpose, provided a quorum is present at such meeting as herein designated.

**ARTICLE XIII
INDEMNIFICATION**

The corporation shall indemnify and hold harmless any Officer, Director, or employee of the corporation, or any former officers, director or employee of the corporation, to the full extent permitted by and as set forth in the Florida General Corporation Act.

**ARTICLE XIV
REGISTERED AGENT**

The Corporation shall have its Registered Office at 1525 16th Street So., St. Petersburg, Florida, 33705, and at such further offices that maybe hereafter required.

The Registered Agent of this Corporation shall be Adelle Hughes.

Adelle Hughes (SEAL)

Acceptance of Registered Agent

**ARTICLE XV
INCORPORATOR**

The name and address of the incorporator to these Articles of incorporation are:

Adelle Hughes, 1525 16th Street South, St. Petersburg, FL 33705.

Adelle Hughes
ADELLE HUGHES

**ARTICLE XVI
EFFECTIVE DATE**

The effective date of these Articles of incorporation shall be January 12, 1999.