

**CORPORATE
ACCESS,
INC.**

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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Articles

1.) American Mortgage Associates, Inc.
(CORPORATE NAME & DOCUMENT #)

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99 FEB -9 AM 10:30
DIVISION OF CORPORATIONS

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

February 5, 1999

JOHN L. GIOIELLO, P.A.
P.O. BOX 1987
PANAMA CITY, FL 32402

Corporate Access

SUBJECT: A AMERICAN MORTGAGE, INC.
Ref. Number: W99000002981

We have received your document for A AMERICAN MORTGAGE, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(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.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6933.

Dana Calloway
Document Specialist

Letter Number: 599A00005173

ARTICLES OF INCORPORATION
OF
AMERICAN MORTGAGE ASSOCIATES, INC.

ARTICLE I

The name of the corporation is **AMERICAN MORTGAGE ASSOCIATES, INC.**

ARTICLE II

The corporation shall have the power to engage in any lawful activity for which corporations may be organized under the Florida Business Corporation Act.

ARTICLE III

The duration of the corporation shall be perpetual.

ARTICLE IV

The aggregate number of shares that the corporation shall have authority to issue is one hundred (100) shares, at \$1.00 par value per share. All such shares shall be of a single class, designated as common.

ARTICLE V

Each holder of common shares shall have one vote for each such share held of record on all matters submitted for shareholder approval. Except as otherwise specifically required by law, or except as specifically provided in these articles of incorporation, all other matters requiring shareholder approval shall require an affirmative vote of a majority of the shares voting thereon. The holders of the common shares shall have unlimited voting rights and the right to receive the net assets of the corporation upon its dissolution.

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At each election of directors, no shareholder shall be entitled to cumulate his or her votes in voting for the election of directors.

ARTICLE VI

No shareholder shall have the preferential or preemptive right to subscribe for or to purchase any shares of any class, any rights, warrants, or options with respect thereto, or any obligation convertible into or exchangeable for any such shares or other securities whether out of unissued shares or other securities or out of shares or other securities acquired by the corporation after the issue thereof, regardless of the consideration therefor.

ARTICLE VII

The corporation shall indemnify to the fullest extent permitted by the Florida Business Corporation Act any person who has been made, or is threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of the corporation), by reason of the fact that the person is or was a director or officer of the corporation, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to an employee benefit plan of the corporation, or serves or served at the request of the corporation as a director, or as an officer, or as a fiduciary of an employee benefit plan, of another corporation, partnership, joint venture, trust or other enterprise. In addition, the corporation shall pay for or reimburse any expenses incurred by such persons who are parties to such proceedings, in advance of the final disposition of such proceedings, to the full extent permitted by the Florida Business Corporation Act.

ARTICLE VIII

No director of the corporation shall be personally liable to the corporation or its shareholders for monetary damages for conduct as a director; provided that this Article does shall not eliminate the liability of a director for any act or omission for which such elimination of liability is not permitted under the Florida Business Corporation Act. No amendment to that Act that further limits the acts or omissions for which elimination of liability is permitted shall affect the liability of a director for any act or omission which occurs prior to the effective the of such amendment.

ARTICLE IX

OMITTED.

ARTICLE X

The bylaws of the corporation may be amended by majority vote of either the directors or the shareholders.

ARTICLE XI

The number of directors of the corporation shall be fixed by the bylaws of the corporation. The initial board of directors shall consist of ONE (1) director whose name and address is as follows:

Nancy Viejo- 7510 Thomas Drive
Suite D
Panama City Beach, FL 32408

ARTICLE XII

The initial registered agent of the corporation is NANCY VIEJO. The street address of the corporation's initial registered office is 7510 Thomas Drive, Suite D, Panama City Beach, FL 32408.

ARTICLE XIII

The name and address of the incorporator of the corporation is Nancy Viejo, 7510 Thomas Drive, Suite D, Panama City Beach, FL 32408.

In Witness Whereof, the undersigned being all of the incorporators of said corporation execute these article of incorporation and verify, subject to penalties of perjury, that the statements contained herein are true.

Dated: February 8, 1999

Nancy Viejo
NANCY VIEJO, Incorporator

ACCEPTANCE OF REGISTERED AGENT

I, Nancy Viejo, am familiar with and accept the duties and responsibilities of registered agent for the aforesaid corporation.

Nancy Viejo
Nancy Viejo

STATE OF FLORIDA
COUNTY OF BAY

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared NANCY VIEJO, who is personally known to me to be the person described in and who executed the foregoing instrument or who produced

_____ as identification, and who acknowledged before me the execution of same.

WITNESS my hand and official seal in the County and State last aforesaid this 8th day of February, 1999.



Lisa J. Sadler
My Commission #C756250
Expires July 5, 2002

Lisa J. Sadler
Notary Public
Typed Name _____
My Commission Expires: _____
Commission No.: _____

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TALLAHASSEE, FLORIDA

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