

Division of Corporations

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Florida Department of State

Division of Corporations

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Division of Corporations

Fax Number : (850) 922-4001

From:

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Phone : (954) 755-9880

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FLORIDA PROFIT CORPORATION OR P.A.

Gulf States Mortgage Corp.

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
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ARTICLES OF INCORPORATION  
OF  
GULF STATES MORTGAGE CORP.

ARTICLE I. NAME

The name of this corporation is GULF STATES MORTGAGE CORP.

ARTICLE II. DURATION

This corporation shall have perpetual existence commencing upon the filing of these Articles.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 1000 shares of \$1.00 par value common stock which shall be designated "Common Shares."

Prepared by:  
Henry W. Johnson, Esq.  
Hume & Johnson, P.A.  
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Coral Springs, Florida 33071  
(954) 755-9880  
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ARTICLE V. PRE-EMPTIVE RIGHTS

The shareholders of the corporation shall have no pre-emptive right to acquire unissued or treasury shares of the corporation.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 10175 West Sample Road, Coral Springs, Florida 33065, and the name of the initial registered agent of this corporation at that address is Eric E. Tomaini. The principal office address is 10175 West Sample Road, Coral Springs, Florida 33065.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have one Director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws. The name and address of the member of the initial Board of Directors of this corporation are:

| <u>NAME</u>     | <u>ADDRESS</u>   |
|-----------------|--|
| Eric E. Tomaini | 10175 West Sample Road<br>Coral Springs, Florida 33065 |

ARTICLE VIII. INCORPORATORS

The name and address of the incorporator are:

| <u>NAME</u>     | <u>ADDRESS</u>   |
|-----------------|--|
| Eric E. Tomaini | 10175 West Sample Road<br>Coral Springs, Florida 33065 |

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ARTICLE IX. INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X. AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto; and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 30<sup>th</sup> day of March, 1999.

  
Eric E. Tomaini

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ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent for the above-stated corporation, I agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties and obligations of Section 607.0505, Florida Statutes (1995).

Dated this 30<sup>th</sup> day of March, 1999.

  
Eric E. Tomaini