

GOLANT AND ASSOCIATES P.A.

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April 8, 1999

Dept. of State Division of Corporations 409 East Gaines St. Tallahassee FL 32301

900002837689--6 -04/13/99--01037--003 ******70.00 ******70.00

Re: Possibility Mortgage

Enclosed please find an original and one copy of articles of incorporation and acceptance of resident agent for each of the above referenced corporations. Also enclosed is my check # 1355 in the amount of \$70.00 to cover the filing fees.

If there are any questions, please call me.

Very truly yours,

Stuart M. Golant

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ARTICLES OF INCORPORATION OF Possibility Mortgage, Inc.

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, adopt the following articles of incorporation:

ARTICLE ONE - NAME

The name of the corporation is Possibility Mortgage, Inc.

ARTICLE TWO - PRINCIPAL OFFICE

The street address of the initial principal office of the corporation is 9208 NW 73rd Street, Tamarac FL 33321

ARTICLE THREE - CORPORATE DURATION

The duration of the corporation is perpetual.

ARTICLE FOUR - PURPOSE OR PURPOSES

The general purposes for which the corporation is organized are:

- 1. To engage in the business of mortgage brokerage and/or mortgage lending activities.
- 2. To transact any other lawful business for which corporations may be incorporated under the Florida Business Corporation Act or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the preceding business.
- 3. To do such other things as are incidental to the above or necessary or desirable in order to accomplish the above.

ARTICLE FIVE - CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is one hundred (100). Such shares shall be of a single class and shall have a par value of one dollar (\$1.00) per share.

ARTICLE SIX - REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 9208 NW 73rd Street, Tamarac FL33321, and the name of its initial registered agent at such address, is Mark Walzer.

ARTICLE SEVEN - DIRECTORS

The number of directors constituting the corporation's initial board of directors is: one (1). The name and address of each person who is to serve as initial director is

Name

Address

Mark Walzer whose address is 9208 NW 73rd St. Tamarac FL 33321

ARTICLE EIGHT - INCORPORATORS

The name and address of each incorporator is:

Name

Address

Mark Walzer whose address is 9208 NW 73rd St. Tamarac FL 33321

Executed by the undersigned at Tamarac, Florida on April 7,1998

Mark Walzer

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANI7ED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1. The name of the corporation is: Possibility Mortgage, Inc.
- 2. The name and address of the registered agent and office is: Mark Walzer at 9208 NW 73rd St., Tamarac FL 33321

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 hereby accept the appointment as registered agent and agree to act in this capacity. I 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.

Mark Walzer

State of Florida County of Broward

The foregoing instrument was acknowledged before me this 7th day of April, 1999 by Mark Walzer, who is personally known to me or who produced drivers license as identification and who did not take an oath and he/she acknowledged before me that he/she executed the foregoing for the purposes intended therein.

In witness whereof I have hereunto set my hand and affixed my seal in the State and County first written above, this 7th day of April, 1999.

Notary Public

My commission expires;

Stuart M Golant

My Commission CC819558

Expires March 2, 2003