



THE UNITED STATES
CORPORATION
COMPANY

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99 MAY 13 PM 2:04

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 239070 9725B

AUTHORIZATION :

Patricia Pigato

COST LIMIT : \$ 70.00

ORDER DATE : May 13, 1999

ORDER TIME : 12:09 PM

ORDER NO. : 239070-005

900002874069--5

CUSTOMER NO: 9725B

CUSTOMER: Linda Fox, Legal Assistant
ROETZEL & ANDRESS
ROETZEL & ANDRESS
Trainon Centre, Third Floor
850 Park Shore Drive
Naples, FL 34103

DOMESTIC FILING

NAME: NAPLES MORTGAGE SERVICES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS:

PH
5/13/99

RECEIVED

99 MAY 13 PM 12:53

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ARTICLES OF INCORPORATION
OF
NAPLES MORTGAGE SERVICES, INC.

FILED
99 MAY 13 PM 2:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation.

ARTICLE I

The name of the Corporation is NAPLES MORTGAGE SERVICES, INC., a Florida corporation.

ARTICLE II

The duration of the Corporation is perpetual commencing upon the filing of these Articles of Incorporation with the Secretary of the State of Florida.

ARTICLE III

The general purposes for which the Corporation is organized are:

1. To transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.
2. To do such other things as are incidental to the foregoing or necessary or desirable to accomplish the foregoing.

ARTICLE IV

The Corporation is authorized to issue Seventy-Five Hundred (7,500) shares in the aggregate, which shares shall be of a single class of common stock and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE V

The street address of the initial registered office of the Corporation is 1100 6th Avenue South, Suite 224, Naples, Florida 34102 and the name of its initial Registered Agent at such address is Marianne Luch. The principal office of the Corporation is located at 1100 6th Avenue South, Suite 224, Naples, Florida 34102.

ARTICLE VI

The Corporation shall have at least one (1) Director. The initial Board of Directors of the Corporation shall be comprised of one (1) Director whose name and address is:

Marianne Luch
1100 6th Avenue South
Suite 224
Naples, Florida 34102

ARTICLE VII

The name and address of the incorporator is:

Marianne Luch
1100 6th Avenue South
Suite 224
Naples, Florida 34102

ARTICLE VIII

These Articles of Incorporation may be amended by the assent of fifty-one percent (51%) of the shareholders of the Corporation.

ARTICLE IX

The powers of the Corporation shall be as follows:

1. To engage in any activity or business authorized under the Florida General Corporation Act or Florida Statutes.
2. In general, to carry on any and all incidental business, to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things herein set forth to the same extent as a natural person might or could do.
3. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department thereof, and to perform and carry out, assign, cancel, or rescind any of such contracts.
4. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers or purposes herein set forth, either alone or in association with others, incidental or pertaining to, or going out of, or connected with its business or purposes or powers, provided the same shall not be inconsistent with the laws of the State of Florida.
5. To indemnify any officer or director, or any former officer or director in the manner set out and provided for pursuant to the provisions of Section 607.0850 of the Florida Statutes, as amended.
6. To do all acts necessary or reasonable to effectuate the provisions of the Bylaws of this Corporation.

ARTICLE X

The amount of the capital with which this corporation shall begin is Two Hundred Fifty (\$250.00) Dollars.

ARTICLE XI

The stockholders of this corporation shall have preemptive rights as to any officer for the sale of shares of this corporation to third parties or individual shareholders of this corporation.

ARTICLE XII

The Corporation may be dissolved with the assent of not less than two-thirds (2/3) of the shareholders.

ARTICLE XIII

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the stockholders and all the directors sign a written statement manifesting their intentions that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the State of Florida, the undersigned, constituting the sole incorporator of this Corporation, has executed these Articles of Incorporation this 12th day of May, 1999.

INCORPORATOR:

Marianne Luch
Marianne Luch, Incorporator

STATE OF FLORIDA)
)SS:
COUNTY OF COLLIER)

The foregoing instrument was acknowledged before me this 12th day of May, 1999 by Marianne Luch, who is personally known to me.

Frederick R. Hardt
NOTARY PUBLIC
Name: _____

(Type and Print) **FREDERICK R. HARDT**
My Commission Expires **October 2, 1999**
BONDED THRU TROY FAIR INSURANCE, INC.

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby 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.

Marianne Luch
Marianne Luch

Date: 5/12/99

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA