



THE UNITED STATES
CORPORATION
COMPANY

P99000044912

ACCOUNT NO. : 072100000032

REFERENCE : 241831 11381A

AUTHORIZATION :

COST LIMIT : \$ 78.75

Patricia Pruitt

ORDER DATE : May 14, 1999

ORDER TIME : 1:51 PM

000002878110-12

ORDER NO. : 241831-005

CUSTOMER NO: 11381A

CUSTOMER: Lawrence W. Smith, Esq
GARY DYTRYCH & RYAN
GARY DYTRYCH & RYAN
Suite 402
701 U.S. Highway 1
North Palm Beach, FL 33408

DOMESTIC FILING

NAME: SOUTHERNMOST FINANCIAL
CORPORATION

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

DIVISION OF CORPORATION

99 MAY 17 PM 1:41

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 MAY 17 AM 9:25

FILED

8 27443

5/18/99
[Signature]

ARTICLES OF INCORPORATION
OF
SOUTHERNMOST FINANCIAL CORPORATION

FILED
99 MAY 17 AM 9:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

- The name of the corporation shall be:

SOUTHERNMOST FINANCIAL CORPORATION

The address of the principal office of this corporation shall be 701 US Hwy 1, Suite 402, North Palm Beach, Florida 33408 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$0.10 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on May 17, 1999.

Karen B. Rozar
Its Agent, Karen B. Rozar

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: Karen B. Rozar
Its Agent, Karen B. Rozar
Authorized Service Representative
Corporation Service Company

LRC/jjw

FILED
99 MAY 17 AM 9:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA