

P99000048258

May 19, 1999

Florida Department of State
Division of Corporations
409 East Gaines Street
20th Floor
Tallahassee, Florida 32301

FILED
99 MAY 24 AM 11:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: VERITY MORTGAGE, INC.

100002884281--2

-05/24/99-01113--001

*****78.75 *****78.75

Gentlemen:

Enclosed herewith for filing in your office are
Articles of Incorporation and designation of Registered Agent for
the above noted corporation.

We enclose herewith a check payable to your order in
the amount of \$78.75 to cover the following:

Filing Fee	\$ 35.00
Certified Copy	8.75
Registered Agent Fee	<u>35.00</u>

\$ 78.75

The location of the principal office for the Registered
Agent is 404 Hidden Harbour Drive, Indian Rocks Beach, Florida,
33785.

I would appreciate your forwarding the certified copy
of the Articles to me at the address shown below.

Very truly yours,

H. Coleen Marshall

H. Coleen Marshall
404 Hidden Harbour Drive
Indian Rocks Beach, FL 33785

T. SMITH MAY 27 1999

ARTICLES OF INCORPORATION
OF
VERITY MORTGAGE, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I.

NAME

The name of this corporation shall be VERITY MORTGAGE, INC..

II.

PURPOSE

This corporation is organized to engage in any activity of business permitted under the laws of the United States or of this State.

III.

TERM OF EXISTENCE

This corporation shall begin existence as of the date of filing and shall exist perpetually.

IV.

CAPITAL STOCK

This corporation is authorized to issue seven thousand five hundred (7,500) shares of \$1.00 par value.

V.

PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

VI.

MAILING ADDRESS

The mailing address of the corporation is: 404 Hidden Harbour Drive, Indian Rocks Beach, Florida, 33785.

VII.

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 404 Hidden Harbour Drive, Indian Rocks Beach,

Florida, 33785, and the name of the initial registered agent of this corporation at that address is H. Coleen Marshall.

VIII.

INCORPORATOR

The name and address of the person signing these Articles is:

H. COLEEN MARSHALL
404 Hidden Harbour Drive
Indian Rocks Beach, FL 33785

IX.

INDEMNIFICATION

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

X.

AMENDMENT

The corporation reserves the right to amend or repeal any provisions 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 18 day of MAY, 1999.


H. COLEEN MARSHALL

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act.

First--That VERITY MORTGAGE, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Indian Rocks Beach, County of Pinellas, State of Florida, has named H. Coleen Marshall located at 404 Hidden Harbour Drive, City of Indian Rocks Beach, County of Pinellas, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By:

H. Coleen Marshall
H. COLEEN MARSHALL,
REGISTERED AGENT

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TALLAHASSEE, FLORIDA