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ORLANDO, FLORIDA 3280

July 20, 1999

Florida Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: HomeSource Financial Corporation

900002941049--6  
-07/26/99-01082-009  
\*\*\*122.50 \*\*\*\*\*78.75

Dear Sir/Madam:

Enclosed please find the following:

1. Original and one copy of Articles of Incorporation in the name of the above-referenced corporation;
2. Our firm check in the amount of \$122.50 representing the filing fee for the Articles (\$35.00); the filing fee for the Designation of Registered Agent (\$35.00); and the fee for a certified copy of the Articles to be returned to our firm (\$52.50).

Please file the enclosed documents and return the certified copy of the Articles to my attention as soon as possible. If you have any questions please contact the undersigned.

Sincerely,



Robert W. Anthony

RWA/kjh  
Enclosures  
cc: Barry B. Brooks

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

7/30/99

**ARTICLES OF INCORPORATION  
OF  
HOMESOURCE FINANCIAL CORPORATION**

The undersigned incorporator to this Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

**ARTICLE I - NAME OF CORPORATION**

The name of this corporation shall be HomeSource Financial Corporation.

**ARTICLE II - DURATION**

This corporation shall exist perpetually.

**ARTICLE III - INITIAL PRINCIPAL OFFICE**

The initial principal office of the Corporation shall be located at 1251 Via Estrella, Winter Park, FL 32789.

**ARTICLE IV - PURPOSE**

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

**ARTICLE V - CAPITAL STOCK**

A. The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is 10,000 shares of common stock having a par value of \$1.00 per share, which may be fractional shares.

B. All or any portion of the capital stock may be issued in payment for real or personal property, services, or any other right or thing having a value, in the judgment of the Board of Directors, at least equivalent to the full value of the stock so to be issued as hereinabove set forth, and when so issued shall become and be fully paid and non-assessable, the same as though paid for

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in cash; and the directors shall be the sole judges of the value of any property, right or thing acquired in exchange for capital stock, and their judgment of such value shall be conclusive.

C. Notwithstanding the foregoing, the corporation shall have the right to increase its capital stock either with or without par value, and to provide in the event of such increase the designations, preferences, voting powers or restrictions, or qualification of voting powers, of such additional stock, in an amendment to its Certificate of Incorporation.

#### **ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation shall be 200 E. Robinson Street, Suite 425, Orlando, FL 32801.

The name of the initial registered agent of this corporation at that address shall be Johnnie P. James.

#### **ARTICLE VII - INITIAL DIRECTORS AND OFFICERS**

The names and street address of the initial members of the Board of Directors and Officers, each to hold office for the first year in existence of this corporation or until their successors are elected or appointed and have qualified are:

<u>Name</u>	<u>Street Address</u>	<u>Office</u>
Barry B. Brooks	1251 Via Estrella Winter Park, FL 32789	President
Barry B. Brooks	1251 Via Estrella Winter Park, FL 32789	Treasurer
Barry B. Brooks	1251 Via Estrella Winter Park, FL 32789	Secretary
Barry B. Brooks	1251 Via Estrella Winter Park, FL 32789	Director

**ARTICLE VIII - INCORPORATOR**

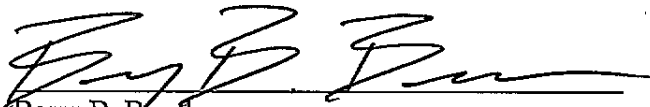
The following is the name and street address of the  
Incorporator to these Articles of Incorporation:

Barry B. Brooks  
1251 Via Estrella  
Winter Park, Florida 32789

**ARTICLE IX - AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 21 day of July, 1999.

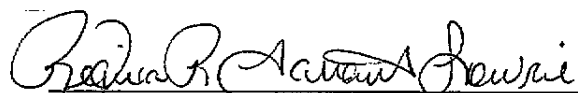
  
Barry B. Brooks  
Incorporator

STATE OF FLORIDA  
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized to take acknowledgments in the State and County aforesaid, personally appeared Barry B. Brooks to me known or provided FL. D. L. as identification, to be the person described as the incorporator in and who executed the foregoing Articles of Incorporation, and sworn before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State last aforesaid this 21<sup>st</sup> day of July, 1999.



  
Notary Public  
Print Name: Regina R. Tarrant Lowrie  
My commission expires:  
Commission No.:

**CERTIFICATE DESIGNATING PLACE OF REGISTERED OFFICE  
FOR SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING REGISTERED AGENT UPON WHICH  
PROCESS MAY BE SERVED**

PURSUANT to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

THAT, HomeSource Financial Corporation, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in the City of Winter Park, County of Orange, State of Florida, has named as its Registered Agent, Johnnie P. James, in the City of Orlando, County of Orange, State of Florida, to accept service of process within this State.

**ACKNOWLEDGMENT**

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

  
\_\_\_\_\_  
Johnnie P. James

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