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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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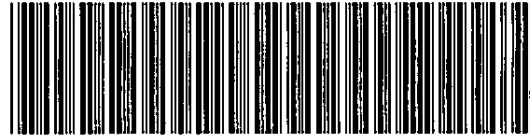
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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TALLAHASSEE, FLORIDA

W12-8841

f. Bursh FEB 28 2012

**COVER LETTER**

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** CAREFREE TITLE AGENCY, INC.

Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Mel Faraoni

Name of Person

Carefree Title Agency, Inc.

Firm/Company

17851 N. 85th Street, Suite 155

Address

Scottsdale, AZ 85255

City/State and Zip code

mel.faraoni@meritagehomes.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Mel Faraoni

Name of Person

at ( 480 ) 515-8008

Area Code & Daytime Telephone Number

**STREET/COURIER ADDRESS:**

New Filing Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**

New Filing Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Enclosed is a check for the following amount:

\$70.00 Filing Fee

\$78.75 Filing Fee & Certificate of Status

\$78.75 Filing Fee & Certified Copy

\$87.50 Filing Fee, Certificate of Status & Certified Copy

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

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1. CAREFREE TITLE AGENCY, INC.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Ino.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Texas

(State or country under the law of which it is incorporated)

3. 45-3742536

(FBI number, if applicable)

4. November 2, 2011

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. \_\_\_\_\_

(Date first transacted business in Florida, if prior to registration)  
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 17851 N. 85th Street, Suite 155, Scottsdale, AZ 85255

(Principal office address)

17851 N. 85th Street, Suite 155, Scottsdale, AZ 85255

(Current mailing address)

8. Any and all lawful business for which a for-profit corporation may be incorporated.

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301  
(City) (Zip code)

10. Registered agent's acceptance:

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

Stephanie On ASST VP 1/31/12

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

**A. DIRECTORS**

Chairman: Steven Hilton

Address: 17851 N. 85th Street, Suite 300  
Scottsdale, AZ 85255

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: Larry Seay

Address: 17851 N. 85th Street, Suite 300  
Scottsdale, AZ 85255

Director: \_\_\_\_\_

Address: \_\_\_\_\_

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**B. OFFICERS**

President: Mel Faraoni

Address: 17851 N. 85th Street, Suite 300  
Scottsdale, AZ 85255

Vice President: Steve Davis

Address: 17851 N. 85th Street, Suite 300  
Scottsdale, AZ 85255

Secretary: C. Timothy White

Address: 17851 N. 85th Street, Suite 300, Scottsdale, AZ 85255

Treasurer: Larry Seay

Address: 17851 N. 85th Street, Suite 300, Scottsdale, AZ 85255

**NOTE:** If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Mel Faraoni, President

(Typed or printed name and capacity of person signing application)

Corporations Section  
P.O.Box 13697  
Austin, Texas 78711-3697



Hope Andrade  
Secretary of State

## Office of the Secretary of State

### Certificate of Fact

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Certificate of Formation for CAREFREE TITLE AGENCY, INC. (file number 801502714), a Domestic For-Profit Corporation, was filed in this office on November 02, 2011.

It is further certified that the entity status in Texas is in existence.

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In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on February 21, 2012.



A handwritten signature in cursive script, appearing to read "Hope Andrade".

Hope Andrade  
Secretary of State