

1201 HAYS STREET  
TALLAHASSEE, FL 32301  
904-222-9171  
904-222-0391 FAX

800-342-8086



**P9500027020**

ACCOUNT NO. 072100000032

REFERENCE : 572199 9566A

AUTHORIZATION :

COST LIMIT : \$ 70.00 *Patricia Pignatelli*

ORDER DATE : April 4, 1995

ORDER TIME : 3:42 PM

ORDER NO. : 572199

100001447741

CUSTOMER NO: 9566A

CUSTOMER: Robert Admire, Esq  
SULLIVAN ADMIRE SULLIVAN

Suite 320  
2511 Ponce De Leon Boulevard  
Coral Gables, FL 33134

DOMESTIC FILING

NAME: BANYAN TITLE CO.

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail L. Shelby

EXAMINER'S INITIALS:

T. BROWN APR - 5 1995

95 APR - 5 PM 1:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

ARTICLES OF INCORPORATION  
OF  
BANYAN TITLE CO.

FILED  
95 APR -5 PM 1:06  
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:

BANYAN TITLE CO.

The address of the principal office of this corporation shall be 2 South Biscayne Boulevard, One Biscayne Tower, Suite 3760, Miami, Florida 33131, 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 no 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 Information Services, Inc.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have three Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Robert O. Admire Dir.	2 South Biscayne Boulevard One Biscayne Tower, Suite 3760 Miami, Florida 33131
John C. Malloy, III Dir.	Same
Eugene P. Flinn, Jr. Dir.	Same

ARTICLE VII. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE VIII. INCORPORATOR

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

Corporation Information Services, Inc.  
1201 Hays Street  
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Information Services, Inc., has hereunto set their hand and seal of Corporation Information Services, Inc., on April 4, 1995.

CORPORATION INFORMATION SERVICES, INC.

By: *Gail Shelby*  
Its Agent, Gail Shelby

FILED  
95 APR -5 PM 1:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT DESIGNATION  
IN ARTICLES OF INCORPORATION

Corporation Information Services, Inc., a Florida 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.

CORPORATION INFORMATION SERVICES, INC.

By: *Gail Shelby*  
Its Agent, Gail Shelby

AHH/gls

995 0000 27020

**BANYAN TITLE COMPANY**

Offices in Miami and Coral Gables

April 23, 1996

State of Florida  
Department of State  
Tallahassee, Florida

EFFECTIVE DATE  
: 4.30.96

FILED  
96 MAR 25 11 12 AM '96  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Gentlemen:

Enclosed please find the Articles of Dissolution and a check in the amount of \$35.00 made payable to Department of State.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

BANYAN TITLE COMPANY

400001795084  
-04/25/96--01098--012  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

BY:   
Robert O. Admire

ROA/imv  
encl.

Vol. DISS.

N. HENDRICKS MAY - 6 1996

# ARTICLES OF DISSOLUTION

FILED

96 APR 25 PM 12:42

SECRETARY  
TALLAHASSEE

Pursuant to section 607.1403, Florida Statutes, this corporation submits the following articles of dissolution:

EFFECTIVE DATE  
4-30-96

FIRST: The name of the corporation is: BANYAN TITLE CO.

SECOND: The date dissolution was authorized: 4-23-96 (TO BE EFFECTIVE 4-30-96)

THIRD: Adoption of Dissolution (check one)

- Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.
- Dissolution was approved by vote of the shareholders through voting groups.

[The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

"The number of votes cast for dissolution was sufficient for approval by \_\_\_\_\_."  
(voting group)

Signed this 23 day of APRIL, 19 96.

Signature: \_\_\_\_\_

(By the Chairman or Vice Chairman of the Board, President, or other officer)

ROBERT O. ADMIRE

(Typed or printed name)

PRESIDENT

(Title)