

ANTONELLO & FEGERS

Attorneys at Law

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December 20, 1995

P96000000840
Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: Articles of Incorporation - Mancuso Appraisal
Services, Inc.

Dear Sir or Madam:

Enclosed please find an original and copy of the
Articles of Incorporation and Designation and Acceptance of
Registered Agent to be filed with the Secretary of State.
Also enclosed is our firm's check in the amount of \$122.50
to cover the filing fee for same.

Thank you for your time and attention regarding the
above. Should you have any questions, or need additional
information, please do not hesitate to contact the office.

Sincerely,

ANTONELLO & FEGERS

Jan Marie McCray

Jan Marie McCray
Legal Assistant

/jm
Enclosure

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
95 DEC 26 AM 10:09

FILED

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ARTICLES OF INCORPORATION
OF
MANCUSO APPRAISAL SERVICES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - CORPORATE NAME

The name of this corporation is MANCUSO APPRAISAL SERVICES, INC..

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation are: 429 1st Street, South, Winter Haven, 33880

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000. All shareholders shall have preemptive rights.

ARTICLE IV - INITIAL REGISTERED AGENT AND OFFICE

The name and address of the Initial Registered Agent are Nicholas Mancuso, 429 1st Street, South, Winter Haven, Florida 33880.

ARTICLE V - INCORPORATORS

The names and street address of the incorporators of this Articles of Incorporation are:

Nicholas Mancuso
429 1st Street, South
Winter Haven, FL 33880

Stacy Mancuso
429 1st Street, South
Winter Haven, FL 33880

ARTICLE VI - BOARD OF DIRECTORS

The business of the corporation shall be conducted by a Board of Directors which shall consist of two (2) members as the same shall be provided by the by-laws of the corporation, and the following officers, to wit: President, Vice-President, Secretary and Treasurer, and such other officers of the corporation as to the Board of Directors may deem desirable. The members of the Board of Directors shall be elected at the Annual Meeting of the Stockholders of the said corporation, and said officers shall be elected by the Board of Directors at a meeting held immediately after the adjournment of the Annual Stockholders Meeting.

ARTICLE VII - INITIAL OFFICERS AND DIRECTORS

Initial officers and directors, the names and post office addresses of the officers and directors for this corporation to conduct the business of the corporation until those elected at the first election are as follows:

Director/President/Treasurer: Nicholas Mancuso
429 1st Street, South
Winter Haven, FL 33880

Director/Vice-President/
Secretary: Stacy Mancuso
429 1st Street, South
Winter Haven, FL 33880

ARTICLE VIII - SUBSCRIBERS

The names and post office addresses of each subscriber of this Articles of Incorporation, the number of shares of stock each agrees to take and the value of the consideration thereof are:

<u>Name and Address</u>	<u>Number of Shares</u>	<u>Consideration</u>
Nicholas Mancuso 429 1st Street South Winter Haven, FL 33880	50	\$50.00
Stacy Mancuso 429 1st Street South Winter Haven, FL 33880	50	\$50.00


ARTICLE IX - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholders meeting by a majority of the stock entitled to vote thereon, unless all of the Directors and all of the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE X - DISPOSITION OF STOCK

If at any time any of the share stockholders desire to sell and dispose of their stock, said stock or stockholders shall first offer in writing to the Board of Directors, stating price and terms, and give the Board of Directors 30 days in which to place it with the stockholders or to purchase same by this corporation. At the expiration of 30 days, if no stockholder has purchased and settled for same, and this corporation has not repurchased same, said stockholder or stockholders shall have the right to sell to whomever will purchase for the same sums and prices for which it was offered to the Board of Directors and this corporation.

IN WITNESS WHEREOF, the undersigned have made and subscribed these Articles and the Certificate of Incorporation for the use and purposes of aforesaid.



NICHOLAS MANCUSO



STACY MANCUSO

DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

Pursuant to the provisions of Florida Statute 607.0501, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office in the State of Florida.

1. The name of the Corporation is: Mancuso Appraisal Services, Inc.
2. The name of the Registered Agent: Nicholas Mancuso
3. The address of the Registered Agent/Registered Office is:

429 1st Street, South
Winter Haven, FL 33880

MANCUSO APPRAISAL SERVICES, INC.

BY: Nicholas J. Mancuso
Nicholas Mancuso, President

ACCEPTANCE

Having been named as Registered Agent and designated to accept service of process for the above Corporation, 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 relating to the proper and complete performance of my duties and I am familiar with and will accept the obligations of the position of Registered Agent.

BY: Nicholas J. Mancuso
NICHOLAS MANCUSO

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TALLAHASSEE, FLORIDA