

018199

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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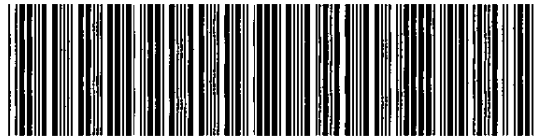
(Business Entity Name)

(Document Number)

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Amend

06/02/09--01055--017 **43.75

FILED
2009 JUN -2 AM 8:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ASR
6/5/09

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: NATIONAL TITLE INSURANCE COMPANY

DOCUMENT NUMBER: 018199

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

William L. Randol, Jr.

Name of Contact Person

National Title Insurance Company

Firm/ Company

151 SW 27th Avenue

Address

Miami, Florida 33135

City/ State and Zip Code

william@nationaltitleinsurance.com

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

For further information concerning this matter, please call:

Elizabeth Marcus

Name of Contact Person

at (305)

642-6220

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☒ \$43.75 Filing Fee &
Certified Copy
(Additional copy is enclosed)

☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy is enclosed)

Mailing Address

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

Street Address

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

Articles of Amendment
to
Articles of Incorporation
of

NATIONAL TITLE INSURANCE COMPANY

(Name of Corporation as currently filed with the Florida Dept. of State)

018199

(Document Number of Corporation (if known))

FILED

2009 JUN -2 AM 8:42

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

_____ The new
name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the
abbreviation "Corp.," "Inc.," or "Co.," or the designation "Corp.," "Inc.," or "Co.". A professional corporation
name must contain the word "chartered," "professional association," or the abbreviation "P.A."

B. Enter new principal office address, if applicable:

(Principal office address **MUST BE A STREET ADDRESS**)

C. Enter new mailing address, if applicable:

(Mailing address **MAY BE A POST OFFICE BOX**)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent:

New Registered Office Address:

_____ (Florida street address)

_____, Florida _____
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

E. If amending or adding additional Articles, enter change(s) here:

(attach additional sheets, if necessary). (Be specific)

See attached.

F. If an amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself:

(if not applicable, indicate N/A)

The date of each amendment(s) adoption: November 18, 2008

Effective date if applicable: Date of filing
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

- ☒ The amendment(s) was/were adopted by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval
by _____."
(voting group)
- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Dated 5/22/09

Signature William L. Randol, Jr.
(By a director, president or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

William L. Randol, Jr.
(Typed or printed name of person signing)

President
(Title of person signing)

ARTICLE III.

The total authorized stock of the corporation is twenty thousand shares divided into two classes. Sixteen Thousand (16,000) shares shall be common stock and Four Thousand (4,000) shares shall be preferred stock. The holders of the preferred stock shall be entitled to receive when and as declared from the available and accumulated surplus funds which are derived from realized net operating profits on its business and net realized capital of the corporation yearly dividends at the rate of twelve per cent (12%) per annum, payable semi-annually on dates to be fixed by the Board of Directors. The dividends on the preferred stock to the extent of twelve per cent (12%) per annum and no more shall be cumulative and shall be payable before any dividend on common stock shall be paid and set apart, so that if in any year dividends amounting to twelve per cent (12%) shall not be paid on the preferred stock, the deficiency shall be paid before any dividends shall be paid for or set apart for the common stock. All other surplus or net profits after the payment of dividends for any semi-annual period at the rate of twelve per cent (12%) per annum on the preferred stock shall be applicable to the payment of dividends on the common stock when, as and if declared by the Board of Directors of the corporation. No dividend shall be declared in contravention of Florida statutes including but not limited to s.628.371. The said preferred stock shall be subject to redemption at Eighty Six and 46/100 Dollars (\$86.46) a share and accumulative dividends thereon at any time after the issue thereof, at such time or times and in such manner as the Board of Directors shall determine. So long as said dividends on the preferred stock shall be paid as aforesaid, the holders of the preferred stock shall have no voting power on any

question, but should any dividend on any preferred stock be not paid when payable as above provided, and remain so unpaid for a period of thirteen (13) months, then and so long as such dividend or any part thereof remains unpaid, the holders of the preferred stock in respect of which such dividend or any part thereof shall be unpaid, shall be entitled to the same voting powers thereon as belong to the common stock, but on such preferred stock being paid, the voting power on such preferred stock shall again cease. In event of any liquidation or dissolution or winding-up, whether voluntary or involuntary, of the corporation, the holders of the preferred stock shall be entitled to be paid in full both the paid in amount of their shares and the unpaid accumulated dividends accrued thereunder before any amount shall be paid to the holders of the common stock and after the payment to the holders of the preferred stock of its paid in value and the unpaid accrued accumulative dividends thereon, the remaining assets shall be divided and paid to the holders of the common stock according to their respective shares. A merger of the corporation with or into any other corporation, or a sale of all substantially all of the assets of the corporation shall not be deemed a liquidation. In the event of a merger or reorganization of the Corporation, or reclassification of the shares of the Corporation, or sale or conveyance of all or substantially all of the assets of the Corporation to another corporation, each preferred share shall be convertible into the number of shares or other securities or property equal to the amount of shares or property to which the preferred shareholders would have been entitled immediately prior to such corporate actions. All of the stock of this corporation when issued shall be fully paid and non-assessable. Subject to the provisions of the statutes of the State of Florida, all of the said stock shall be payable in cash, property, labor or services at a just valuation to be fixed by the Board of

Directors at a meeting held for that purpose, and property, labor, or services may be purchased or paid for with the capital stock of this corporation at a just valuation likewise to be fixed by the Board of Directors. Subject to the provisions of the statutes of the State of Florida, the Directors without action by the stockholders may issue and may sell the authorized shares of stock of the corporation from time to time for such consideration and upon such terms as the Board of Directors in its discretion may deem for the best interest of the corporation.