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Florida Department of State
Division of Corporations
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MERGER OR SHARE EXCHANGE

BROKERS TITLE OF ORLANDO, LTD.

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**ARTICLES OF MERGER OF
BROKERS TITLE OF ORLANDO II, LLC,
BROKERS TITLE OF ORLANDO III, LLC,
BROKERS TITLE OF ORLANDO IV, LLC
BROKERS TITLE OF ORLANDO V, LLC AND
BROKERS TITLE OF ORLANDO VII, LLC
WITH AND INTO
BROKERS TITLE OF ORLANDO, LTD.**

FILED
2004 JUL -1 AM 10:30
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

The following articles of merger are being submitted in accordance with Section(s) 607.1109, 608.4382, and/or 620.203, Florida Statutes:

FIRST: The exact name, street address of its principal office, jurisdiction, and entity type for each merging party are as follows:

	<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
1.	Brokers Title of Orlando II, LLC 1501 W. Colonial Drive Orlando, FL 32804 Florida Document/Registration Number: L99000006529 FEI Number: 59-3604651	Florida	limited liability company
2.	Brokers Title of Orlando III, LLC 1501 W. Colonial Drive Orlando, FL 32804 Florida Document/Registration Number: L00000002469 FEI Number: 59-3648215	Florida	limited liability company
3.	Brokers Title of Orlando IV, LLC 1501 W. Colonial Drive Orlando, FL 32804 Florida Document/Registration Number: L00000008828 FEI Number: 59-3660894	Florida	limited liability company
4.	Brokers Title of Orlando V, LLC 1501 W. Colonial Drive Orlando, FL 32804 Florida Document/Registration Number: L00000012399 FEI Number: 59-3675206	Florida	limited liability company
5.	Brokers Title of Orlando VII, LLC 1501 W. Colonial Drive Orlando, FL 32804 Florida Document/Registration Number: L00000013640 FEI Number: 59-3681118	Florida	limited liability company

SECOND: The exact name, street address of its principal office, jurisdiction, and entity type of the surviving party are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Brokers Title of Orlando, Ltd. 1501 W. Colonial Drive Orlando, FL 32804 Florida Document/Registration Number: A98000002507 FEI Number: 59-3541096	Florida	limited partnership

THIRD: The attached Plan of Merger meets the requirements of Section(s) 607.1108, 608.438, 617.1103, and/or 620.201, Florida Statutes, and was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in connection with Chapter(s) 607, 617, 608, and/or 620, Florida Statutes.

FOURTH: If applicable, the attached Plan of Merger was approved by the other business entity(ies) that is/are parties to the merger in accordance with the respective laws of all applicable jurisdictions.

FIFTH: If not incorporated, organized or otherwise formed under the laws of the State of Florida, the surviving entity hereby appoints the Florida Secretary of State as its agent for substitute service of process pursuant to Chapter 48, Florida Statutes, in any proceeding to enforce any obligation or rights of any dissenting shareholders, partners, and/or members of each domestic corporation, partnership, limited partnership and/or limited liability company that is a party to the merger.

SIXTH: If not incorporated, organized, or otherwise formed under the laws of the State of Florida, the surviving entity agrees to pay the dissenting shareholders, partners, and/or members of each domestic corporation, partnership, limited partnership and/or limited liability company that is a party to the merger the amount, if any, to which they are entitled under Section(s) 607.1302, 620.205, and/or 608.4384, Florida Statutes.

SEVENTH: If applicable, the surviving entity has obtained the written consent of each shareholder, member or person that, as a result of the merger, is now a general partner of the surviving entity pursuant to Section(s) 607.1108(5), 608.4381(2), and/or 620.202(2), Florida Statutes.

EIGHTH: The merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the agreement of any partnership or limited partnership or the regulations or articles of organization of any limited liability company that is a party to the merger.

NINTH: The merger shall become effective as of the date the Articles of Merger are filed with the Florida Department of State.

TENTH: The Articles of Merger comply and were executed in accordance with the laws of each party's applicable jurisdiction.

FILED
2004 JUL -1 AM 10:30
JULY 21 2004
TALLAHASSEE, FLORIDA

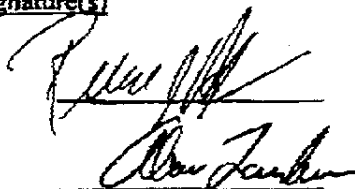
ELEVENTH: Signature(s) for each party.

Name of Entity

Signature(s)

Typed or Printed Name and
Title of Individual

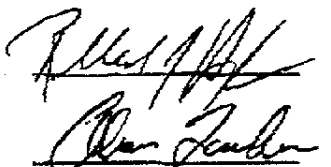
Brokers Title of Orlando II, LLC



Reinhard G. Stephan
Managing Member

Alan Landow
Managing Member

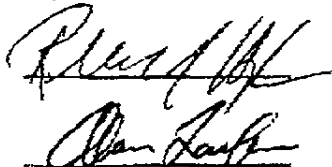
Brokers Title of Orlando III, LLC



Reinhard G. Stephan
Managing Member

Alan Landow
Managing Member

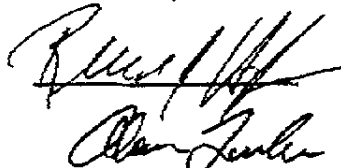
Brokers Title of Orlando IV, LLC



Reinhard G. Stephan
Managing Member

Alan Landow
Managing Member

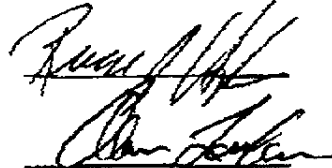
Brokers Title of Orlando V, LLC



Reinhard G. Stephan
Managing Member

Alan Landow
Managing Member

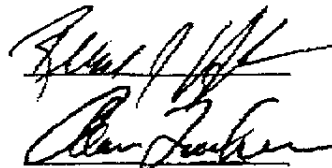
Brokers Title of Orlando VII, LLC



Reinhard G. Stephan
Managing Member

Alan Landow
Managing Member

Brokers Title of Orlando II, Ltd.



Reinhard G. Stephan
General Partner

Alan Landow
General Partner

PLAN OF MERGER

The following plan of merger, which was adopted and approved by each party to the merger in accordance with Section(s) 607.1107, 617.1103, 608.4381, and/or 620.202, is being submitted in accordance with Section(s) 607.1108, 608.438, and/or 620.201, Florida Statutes.

FIRST: The exact name and jurisdiction of each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>
Brokers Title of Orlando II, LLC	Florida
Brokers Title of Orlando III, LLC	Florida
Brokers Title of Orlando IV, LLC	Florida
Brokers Title of Orlando V, LLC	Florida
Brokers Title of Orlando VII, LLC	Florida

SECOND: The exact name and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>
Brokers Title of Orlando, Ltd.	Florida

THIRD: The terms and conditions of the merger are as follows:

Each merging party shall be merged with and into the surviving party, and the separate existence of each merging party shall cease as of the effective date of this Plan of Merger. The surviving party shall retain the name of "BROKERS TITLE OF ORLANDO, LTD." after the merger. As of the effective date of this Plan of Merger, the surviving party shall possess all of the right, privileges, powers and franchises of each merging party, of a public as well as private nature, and all property, real, personal or otherwise, of each merging party, and all debts due on whatever account to it, including all choses of action and all and every other interest of or belonging to it, shall be taken by and deemed to be transferred to and vested in the surviving party without further act or deed; and except as provided herein, the identity, existence, purposes, powers, franchises, rights, immunities and liabilities of the surviving party shall continue unaffected and unimpaired by the merger.

The Certificate of Limited Partnership and the Limited Partnership Agreement of the surviving party, as in effect immediately prior to the merger hereunder, shall, after the merger, continue to be the Certificate of Limited Partnership and the Limited Partnership Agreement of the surviving party until duly amended in accordance with law, and no change to such Certificate of Limited Partnership or Limited Partnership Agreement shall be affected by the merger hereunder. The persons who are the general partners of the surviving party immediately prior to the merger hereunder shall, after the merger, continue to serve as the general partners of the surviving party without change, subject to the provisions of the Certificate of Limited Partnership and the Limited Partnership Agreement of the surviving party and the laws of the State of Florida.

FOURTH:

- A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or other securities of the survivor, in whole or in part, into cash or other property are as follows:

After the effective date of this Plan of Merger, the holders of all of the issued and outstanding certificates of limited liability company interest in each merging party shall surrender the same to the surviving party, and such certificates shall be converted into a proportionate number of units of limited partner interest in the surviving party as of the effective date of this Plan of Merger. Thereafter, the issued and outstanding certificates representing ownership of units of interest in the surviving party shall remain the only issued and outstanding certificates representing units of interest in the surviving party, and shall not otherwise be affected by the merger under this Plan of Merger.

- B. The manner and basis of converting rights to acquire interests, shares, obligations or other securities of each merged party into rights to acquire interests, shares, obligations or other securities of the surviving entity, in whole or in part, into cash or other party are as follows:

Not Applicable

FIFTH: If a partnership or limited partnership is the surviving entity, the name(s) and address(es) of the general partner(s) are as follows:

<u>Name(s) and Address(es) of General Partner(s)</u>	<u>If General Partner is a Non-individual, Florida Document/Registration Number</u>
Reinhard G. Stephan 241 S. Westmonte Drive, Suite 1000 Altamonte Springs, FL 32714	Not Applicable
Alan Landow 241 S. Westmonte Drive, Suite 1000 Altamonte Springs, FL 32714	Not Applicable

SIXTH: If a limited liability company is the surviving entity, the names and addresses of the managers/managing members are as follows:

Not Applicable

SEVENTH: All statements that are required by the laws of the jurisdiction(s) under which each Non-Florida business entity that is a party to the merger is formed, organized or incorporated are as follows:

Not Applicable

EIGHTH: Other provisions, if any, relating to the merger: None.

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