

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 933-1111 • 1-800-342-8062 • FAX (850) 222-1200

F51854

Advance Title, Inc.

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-04/04/00--01070--004
*****35.00 *****35.00

- Art of Inc. File *Restated*
- LTD Partnership File *Articles*
- Foreign Corp. File _____
- L.C. File _____
- Fictitious Name File _____
- Trade/Service Mark _____
- Merger File _____
- Art. of Amend. File *Photo*
- RA Resignation _____
- Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
- Cert. Copy _____
- Photo Copy _____
- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search _____
- Vehicle Search _____
- Driving Record _____
- UCC 1 or 3 File *AOR*
- UCC 11 Search *4/15/00*
- UCC 11 Retrieval _____
- Courier _____

FILED
 00 APR -4 PM 12:59
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA
 RECEIVED
 00 APR -4 PM 12:55
 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA

Signature _____

Requested by:

cm 4/4 12:01

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

**ARTICLES OF RESTATEMENT
TO
ARTICLES OF INCORPORATION
OF
ADVANCE TITLE, INC.**

FILED
00 APR -4 PM 12:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of F.S. 607.1007, this Corporation adopts the following restated Articles of Incorporation:

FIRST: The corporation's restated Articles of Incorporation are as follows:

**ARTICLES OF INCORPORATION
OF
ADVANCE TITLE, INC.**

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act and providing for the formation, rights, and privileges of corporations for profit, hereby adopts the following Articles of Incorporation for such corporation;

**ARTICLE I
NAME**

The name of the corporation shall be **ADVANCE TITLE, INC.**, and its principal place of business shall be in the county of Okaloosa, Florida, but it shall have the power and authority to establish branch offices at such places as may be designated by the Board of Directors.

**ARTICLE II
DURATION**

The period of duration for this Corporation is perpetual.

ARTICLE III
PURPOSE

The purpose of the Corporation is to engage in the title insurance business and any other business as permitted under the laws of the United States and the State of Florida, and to do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes herein set forth.

ARTICLE IV
CAPITAL STRUCTURE

The corporation shall have authority to issue one thousand (1000) shares of common stock, all of one class, one dollar (\$1.00) par value per share.

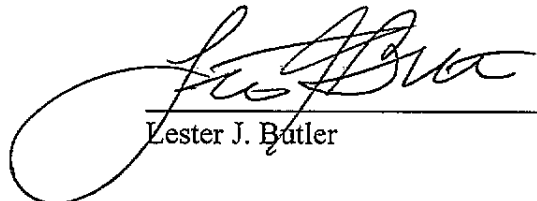
ARTICLE V
PRINCIPAL OFFICE

The principal office of this Corporation shall be located in Destin, Okaloosa County, Florida, and the post office address of said principal office of the Corporation shall be 4477 Legendary Drive, Suite 101, Destin, Florida 32541. The mailing address shall be the same.

ARTICLE VI
REGISTERED OFFICE

The street address of the Registered Office is 4477 Legendary Drive, Suite 101, Destin, Florida 32541, and the name of the Registered Agent at said address is Lester J. Butler.

I hereby accept the appointment as Registered Agent and am familiar with the duties and responsibilities as Registered Agent of said corporation.



Lester J. Butler

ARTICLE VII
BOARD OF DIRECTORS

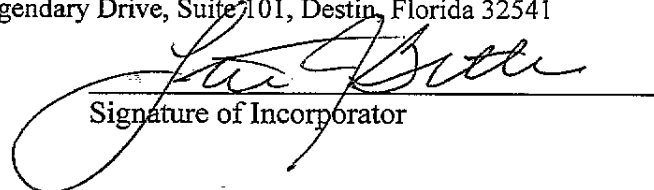
The business of the Corporation shall be conducted by a Board of Directors, subject to the By-Laws of the Corporation. The number of directors constituting the Board of Directors, who shall hold office until their successors are elected and have qualified, is three whose names and addresses are:

<u>Name</u>	<u>Address</u>
Lester J. Butler	4477 Legendary Drive, Suite 101, Destin, Florida 32541
Bette A. Butler	4477 Legendary Drive, Suite 101, Destin, Florida 32541
Brett J. Butler	4598 Woodwind Drive, Destin, Florida 32541

ARTICLE VIII
INCORPORATOR

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
Lester J. Butler	4477 Legendary Drive, Suite 101, Destin, Florida 32541



Signature of Incorporator


STATE OF FLORIDA
COUNTY OF OKALOOSA

BEFORE ME the undersigned authority, personally appeared Lester J. Butler, who produced _____ as identification or who is to me well known to be the person described in and who subscribed the above Articles of Incorporation, and who did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, at Destin in said County and State this 30 day of March, 2000.



Elena Maria Plasencia
MY COMMISSION # CC692051 EXPIRES
October 27, 2001
BONDED THRU TROY FAIN INSURANCE, INC.


Print Notary's Name: Elena Maria Plasencia
Notary Public, State of Florida

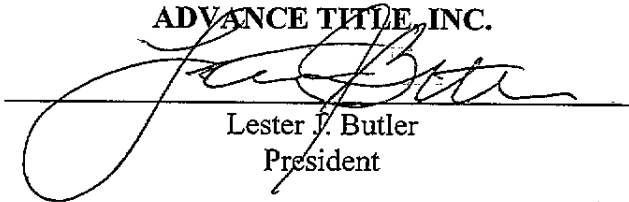
SECOND: This amendment does not provide for an exchange or reclassification of issued shares.

THIRD: The date of adoption of each amendment is March 30, 2000.

FOURTH: The foregoing amendments were approved by the shareholders. The number of votes cast for the amendments was sufficient for approval.


Signed this 30 day of March, 2000.

ADVANCE TITLE, INC.


Lester J. Butler
President

STATE OF FLORIDA
COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this ____ day of March, 2000, by Lester J. Butler, President of ADVANCE TITLE, INC., who is personally known to me or who produced _____ as identification and who did take an oath and acknowledged and declared that he executed the same for the uses and purposes therein set forth.


NOTARY'S NAME: Elena Maria Plasencia
NOTARY PUBLIC, STATE OF FLORIDA
MY COMMISSION EXPIRES: Oct 27, 2001

This instrument was prepared by:

R. Lane Lynchard, Esq.
Pleat & Associates, P.A.
4477 Legendary Drive, Suite 202
Destin, Florida 32541



Elena Maria Plasencia
MY COMMISSION # CC692051 EXPIRES
October 27, 2001
BONDED THRU TROY FAIN INSURANCE, INC.