

L01000013981

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Admitted to State Bars of:
Florida New York
Iowa California

8/14/01

Secretary of State
DIVISION OF CORPORATIONS
P.O. Box 6327
Tallahassee,
FLORIDA 32314

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****125.00 ****125.00

L01-13981
OK

Re: CAPE CORAL TITLE South, L.L.C.

Dear Sir;
Enclosed please find ARTICLES
OF ORGANIZATION FOR CAPE CORAL
TITLE South, L.L.C., a Limited
Liability company. I have
additionally enclosed a check
drawn to the order of the
Secretary of State, Division of
Corporations in the sum of
\$125.00. Please file the
said Articles and forward
a receipt and certificate to
the undersigned.

Very truly yours
Richard D. Lakeman

ARTICLES OF ORGANIZATION
OF
CAPE CORAL TITLE SOUTH, L.L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge and file the following Articles of Organization.

ARTICLE I – NAME

The name of the limited liability company shall be Cape Coral Title South, L.L.C. ("Company")

ARTICLE II – ADDRESS

The mailing address and street address of the principle office of the company is 4825 #2 Coronado Parkway, Cape Coral, Florida, 33904.

ARTICLE III – DURATION

The company shall commence its existence on the date these Articles Of Organization are filed by the Florida Department of State or on another date if specified. The company's existence shall be for a period of twenty years from the date hereof unless the company is dissolved earlier as provided by these Articles Of Organization or by regulations adopted by the company.

ARTICLE IV – REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is Richard D. Lakeman, P.A., 3636 Del Prado Blvd., Cape Coral, Florida, 33904.

ARTICLE V – CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property set forth in Exhibit "A".

ARTICLE VI – ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members or as is otherwise provided in the company's operating agreement and not prohibited by Florida law.

ARTICLE VII – ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on the terms and conditions as shall be determined by all the members. A member may transfer his or her

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interest in the company or portion thereof as provided in the regulations of the company and as set forth in the company's operating agreement, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member and such transferee's interest shall be a non-voting interest.

ARTICLE VIII – MEMBERS RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager or on the unanimous written agreement of all members or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by a vote of the remaining members in accordance with the company's operating agreement and in accordance with Florida Law.

ARTICLE IX – MANAGEMENT

The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these Articles Of Organization. The name and address of the initial manager of the company is:

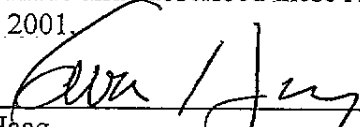
NAME

Cape Coral Title Insurance Agency, Inc.

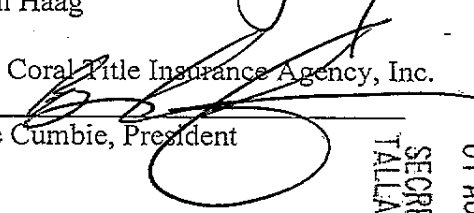
ADDRESS

1307 Cape Coral Parkway, Cape Coral, FL 33904

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles Of Organization at Cape Coral, Florida, on AUGUST 8, 2001.


Kevin Haag

Cape Coral Title Insurance Agency, Inc.

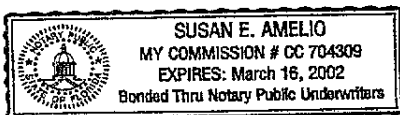
By: 
Brice Cumbie, President

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TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF LEE

BEFORE ME the undersigned authority, authorized to take acknowledgments in the County and State aforesaid, personally appeared KEVIN D. HAAG, to me known to be the person described in and who executed the foregoing Articles of Organization, being personally known by me or after producing _____ as proper identification, and acknowledged before me that he executed the same freely and voluntarily for the purpose therein expressed.

WITNESS, my hand as official seal in the County and State aforesaid, this 8th day of AUGUST, 2001.

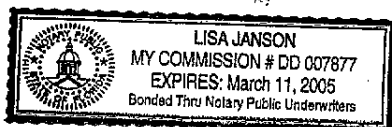


Susan E. Amelio
Notary Public
My Commission Expires:

STATE OF FLORIDA
COUNTY OF LEE

I HEREBY CERTIFY that on his day before me, an officer duly qualified in the state and county aforesaid to take acknowledgments, personally appeared Brice Cumble, whose title is President, Cape Coral Title Insurance Agency, Inc., a Florida Corporation, who is personally known to me or produced _____ as identification, and who executed the foregoing instrument and acknowledged before me that he executed the same.

WITNESS, my hand as official seal in the County and State aforesaid, this 8th day of August, 2001.



Lisa Janson
Notary Public
My Commission Expires:

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EXHIBIT "A"

MEMBER(S) CAPITAL CONTRIBUTIONS TO THE COMPANY

<u>MEMBER</u>	<u>CASH</u>	<u>PROPERTY</u>	<u>ASSIGNED VALUE</u>
Cape Coral Title Insurance Agency, Inc.,	\$15,000		30 shares at \$500.00 each or \$15,000*
Kevin Haag	\$15,000		30 shares at \$500.00 each or \$15,000*

*Credits shall be applied to Cape Coral Title Insurance Agency, Inc. ("Cape Title") and Kevin Haag and included as part of their respective allotted shares for capital contributions as a result of all pre-formation advance expenses paid by each of them, respectively.

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