'A PROFESSIONAL LIMITED LIABILITY COMPANY INCLUDING A PROFESSIONAL ASSOCIATION"

ATTORNEYS AT LAW

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September 8, 1999

£ Licensed in NC and FI § Licensed in NC and SC

DOUGLAS P. MUNSON 1958 - 1992

Via Federal Express Delivery

Department of State Division of Corporations 409 East Gaines Street Tallahassee, FL 32399

200002982598 -09/09/39--01063--003 \*\*\*\*285.00 \*\*\*\*285.00

RE:

Stewart International Group, LLC

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation and Designation of Registered Agent for the above referenced company. Additionally, enclosed please find a check in the amount of \$285.00 to cover the cost of filing. Please file in your usual manner and return a filed copy in the enclosed envelope.

If you should have any questions or comments, please contact my office.

Sincerely,

CULP ELLIOTT & CARPENTER, P.L.L.C.

Niles A. Elber For the Firm

NAE/ilf

Enclosures

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# ARTICLES OF ORGANIZATION OF STEWART INTERNATIONAL GROUP, LLC

#### ARTICLE I

#### Name

The name of the Limited Liability Company is STEWART INTERNATIONAL GROUP, LLC (hereinafter called the "LLC", "Limited Liability Company" or "Company").

#### ARTICLE II

#### Address

The mailing address and street address of the principal office of the Limited Liability Company is 5509 Pennock Point Road, Jupiter, Florida, County of Palm Beach.

#### ARTICLE III

#### **Duration**

The period of duration for the Limited Liability Company shall be perpetual.

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#### ARTICLE IV

#### **Management**

The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:

Kenny J. Stewart 5509 Pennock Point Road Jupiter, FL 33458

The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

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#### ARTICLE V

### Members Rights to Continue Business

To the extent permitted by the Florida Limited Liability Company Act (hereinafter called the "Act"), in the event that at any time there is only one (1) member holding a membership interest in the Company, the Company may continue to exist and carry on its business in accordance with the Act.

#### ARTICLE VI

#### Indemnification

To the fullest extent permitted by applicable law, no manager of the Company shall have any personal liability arising out of any action whether by or in the right of the Company or otherwise for monetary damages for breach of any duty as a manager and the Company will indemnify and hold each manager harmless for such damages, as well as other damages or liability for which Directors may be indemnified under applicable law. This Article shall not impair any right to indemnity from the Company that any manager may now or hereafter have. Any repeal or modification of this Article shall be prospective only and shall not adversely affect in any respect acts or omissions occurring prior to such repeal or modification.

Kenny J. Stewart, Mendber

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#### AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of STEWART INTERNATIONAL GROUP, LLC deposes and says:

1) the above named limited liability company has at least one member
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2)	the total amount of cash contributed by the member(s) is	\$100.00
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- 3) if any, the agreed value of property other than cash contributed by member(s) is \$0.00 A description of the property is attached and made a part hereto.
- 4) the amount of cash or property anticipated to be contributed by member(s) is \$1000.00

5) the total amounts of 2,3, and 4 is \$1100.00

Kenny J. Stewart, Member

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\$14-00

### CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

Stewart International Group, LLC

2. The name and address of the registered agent and office is:

Kenny J. Stewart 5509 Pennock Point Road Jupiter, Florida 33458

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 accept the obligations of my position as registered agent.

Date

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