EMPIRE CORP

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Florida Department of State

Division of Corporations
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To:

Division of Corporations

Fax Number : (850) 922-4001

From:

Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number : 072450003255 Phone : (305)541-3694 Fax Number : (305)541-3770 SECRETARY OF STATE TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

WATERMARK TITLE, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78,75

JAN-03-2000 12:04 UUUU EMPIRE CORP.

SECRETARY OF STATE

ARTICLES OF INCORPORATION OF WATERMARK TITLE, INC.

THE UNDERSIGNED SUBSCRIBER to these Articles of Incorporation, a natural person, competent to contract, hereby forms a professional service corporation under the laws of the State of Florida:

ARTICLE I - NAME AND ADDRESS

The name of this Corporation is Watermark Title, Inc., and the address of the principal office of the Corporation, which is also its mailing address, is 6720 Lone Oak Blvd., Naples, Florida 34109

ARTICLE II - DURATION

This Corporation shall have perpetual existence, commencing on the date of execution of these Articles by the Incorporator.

ARTICLE III - PURPOSES AND POWERS

This Corporation is organized for the purpose of providing the services of Watermark

Title, Inc., and shall have all of the powers granted to such professional service corporations

under the laws of the United States and of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of \$1.00 par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any new stock of this Corporation of the

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same kind, class or series as that which such Shareholder already owns, shall have the right to purchase his or her pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such stock is offered to others.

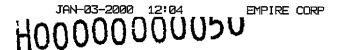
ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of this Corporation is 6720 Lone Oak Blvd., Naples, Florida 34109, and the name of the initial Registered Agent of this Corporation at said address is Kelly C. Peel. By execution hereof, the said Kelly C. Peel. By execution hereof, the said Kelly C. Peel hereby accepts the foregoing designation as Registered Agent for this Corporation.

ARTICLE VII - DIRECTOR

This Corporation shall have one Director initially. The number of Directors may be either increased or decreased from time to time by the By Laws, but shall never be fewer than one. The name and address of the initial Director of this Corporation are:

Kelly C. Peel 6720 Lone Oak Bivd. Naples, Florida 34109



ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles are:

Kelly C. Peel 6720 Lone Oak Blvd. Naples, Florida 34109

ARTICLE IX - ACTION OF DIRECTOR WITHOUT A MEETING

The Board of Directors of this Corporation may take action by written consent, as provided by law, unless otherwise provided in these Articles or by the By Laws of this Corporation.

ARTICLE X - INDEMNIFICATION

This Corporation shall indemnify any Officer or Director or any former Officer or Director to the full extent permitted by law.

ARTICLE XI - DISQUALIFICATION OF SHAREHOLDER, OFFICER, DIRECTOR, AGENT, OR EMPLOYEE

If any shareholder, officer, director, agent, or employee of this Corporation who has been rendering professional services to the public as an attorney at law shall become legally disqualified to render such professional services within this state, or if he shall accept employment which, pursuant to existing law, places restrictions or limitations upon his continued rendering of such professional services, this Corporation shall require that he discontinue all employment with this corporation and that he sever all financial interest in this corporation.

ARTICLE XII - BY LAWS

The power to adopt, alter, amend or repeal By Laws shall be vested in the Board of Directors and the Shareholder or Shareholders.

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ARTICLE XIII - AMENDMENT SECRETARY OF STATE TALLAHASSEE, FLORIDA

This Corporation reserves the right to amend or repeal any provisions contained in these Articles or in any Amendment hereto, and any right conferred upon the Shareholder or Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Subscriber has executed these Articles of Incorporation this 29 day of December, 1999.

Kelly C. Peel

STATE OF FLORIDA

COUNTY OF COLLIER

THE FOREGOING INSTRUMENT was acknowledged before me this Extra day of December, 1999, by KELLY C. PEEL, who is personally known to me or who has produced a current driver's license as identification and who did take an oath.

Notary Seal



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