

P00000010085

Ms. Sharon D. Kelly  
4063 Julington Creek Road  
Jacksonville, Florida 32223

January 19, 2000

800003108848--9  
-01/24/00--01127--017  
\*\*\*\*122.50 \*\*\*\*\*78.75

Florida Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

Re: Benchmark Title Services, Inc.

Gentlemen:

I have enclosed the original and one copy of the Articles of Incorporation regarding the above, together with my check in the amount of \$122.50 for the filing fee and certified copy of the Articles.

I would appreciate your filing the Articles and forwarding the certified copy to me at the above address and I thank you for your assistance.

Very truly yours,

  
Sharon D. Kelly

FILED  
00 JAN 24 AM 9:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. Burch JAN 31 2000

**ARTICLES OF INCORPORATION**  
**OF**  
**BENCHMARK TITLE SERVICES, INC.**

FILED  
00 JAN 24 AM 9:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, under the Florida General Corporation Act, adopt the following Articles of Incorporation for such corporation:

**ARTICLE I - NAME**

The name of the corporation is **Benchmark Title Services, Inc.**

**ARTICLE II - TERM OF EXISTENCE**

The period of duration of the corporation is perpetual.

**ARTICLE III - NATURE OF BUSINESS**

1. This corporation is organized to transact any lawful business for which corporations may be incorporated under the laws of the State of Florida, and
2. To do such other things as are incidental to the foregoing, or necessary or desirable in order to accomplish the foregoing.

**ARTICLE IV - AUTHORIZED SHARES**

The aggregate number of shares that the corporation shall have the authority to issue is One Thousand (1,000) shares of capital stock for the par value of One (\$1.00) Dollar per share. The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the corporation.

**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial principal office of the corporation is 4063 Julington Creek Road, Jacksonville, Florida, 32223. The name of the initial registered agent and address of the

registered agent for the corporation is SHARON D. KELLY, 4063 Julington Creek Road, Jacksonville, Florida, 32223.

#### **ARTICLE VI - DIRECTORS**

The initial Board of Directors shall consist of two (2) members who need not be residents of the State of Florida or shareholders of the corporation.

#### **ARTICLE VII - INITIAL DIRECTORS**

The names and addresses of the persons who shall serve as initial Directors until the first annual meeting of the shareholders, or until their successors shall have been elected and qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
SHARON D. KELLY	4063 Julington Creek Road Jacksonville, Florida 32223
CYNTHIA B. BALDWIN	3928 Brookdale Court Jacksonville, Florida 32277

The Directors shall be elected in accordance with the By-laws of the corporation.

#### **ARTICLE VIII - INCORPORATORS**

The names and addresses of the initial incorporators are as follows:

<u>NAME</u>	<u>ADDRESS</u>
SHARON D. KELLY	4063 Julington Creek Road Jacksonville, Florida 32223
CYNTHIA B. BALDWIN	3928 Brookdale Court Jacksonville, Florida 32277

#### **ARTICLE IX - AMENDMENT OF ARTICLES OF INCORPORATION**

The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles

of Incorporation when proposed and approved at a stockholders' meeting, with not less than a two-thirds (2/3) vote of the common stock.

#### **ARTICLE X - PREEMPTIVE RIGHTS**

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such shares of the stock of this corporation as may be issued for money, or any property or services from time to time, in addition to that stock authorized and issued by the Corporation. The preemptive right of any holder is determined by a ratio of the authorized and issued shares of common stock held by the holder of all shares of common stock currently authorized and issued.

#### **ARTICLE XI - DETERMINATION OF CONSIDERATION**

The stockholders shall have the right to determine, in every instance, the consideration for which the shares of the corporation shall be issued.

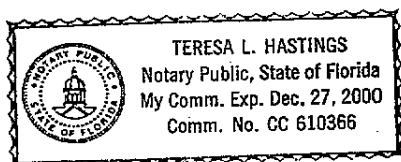
IN WITNESS WHEREOF, the undersigned have made and subscribed these Articles of Incorporation on the 17 day of January, 2000.


  
SHARON D. KELLY

  
CYNTHIA B. BALDWIN

STATE OF FLORIDA  
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 17<sup>th</sup> day of January, 2000, by SHARON D. KELLY and CYNTHIA B. BALDWIN, each of whom is personally known to me or produced \_\_\_\_\_ as identification.



  
Notary Public, State of Florida

**ACCEPTANCE OF REGISTERED AGENT**

I hereby accept designation as registered agent of **Benchmark Title Services, Inc.**

  
SHARON D. KELLY