

PO10000014029

FILED

01 FEB -5 AM 10:44

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

January 31, 2001

Department of State, Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

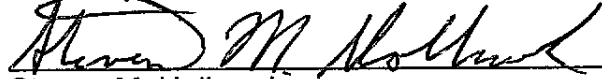
Re: HOLBROOK & COMPANY BAY AREA APPRAISALS, INC.

Ladies and Gentlemen:

Please find enclosed for filing one original and one copy of the Articles of Incorporation of Holbrook & Company Bay Area Appraisals, Inc. Also enclosed is a check in the amount of \$70.00 as the appropriate filing fee.

Please return the copy, stamped to show the date of filing, to the undersigned.

Sincerely,



Steven M. Holbrook

910 Terra Mar Drive, Tampa, FL 33613-2049

300003633993--2

-02/05/01--01144--013

*****70.00 *****70.00

FILED
01 FEB -5 AM 10:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Per 2/7/01

ARTICLES OF INCORPORATION

OF

HOLBROOK & COMPANY BAY AREA APPRAISALS, INC.

FILED
01 FEB -5 AM 10:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the Corporation is Holbrook & Company Bay Area Appraisals, Inc.

ARTICLE II

The principal place of business and mailing address of this corporation shall be 910 Terra Mar Drive, Tampa, FL 33613-2049.

ARTICLE III

The aggregate number of shares, which the Corporation has authority to issue, is 7,000 shares of common stock with the par value of \$1.00 per share.


ARTICLE IV

The address of the initial registered office of the Corporation is 910 Terra Mar Drive, Tampa, Florida 33613-2049, and the name of the Corporation's initial registered agent for service of process at such address is Deena G. Holbrook.

ARTICLE V

The name and address of the incorporator to these Articles of Incorporation is:
Steven M. Holbrook, 910 Terra Mar Drive, Tampa, FL 33613-2049

IN WITNESS WHEREOF, I have hereunto set my hand this 31 day of
January, 2001.


Steven M. Holbrook
910 Terra Mar Drive, Tampa, FL 33613-2049

FILED

01 FEB -5 AM 10:45

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE


SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: Holbrook & Company Bay Area Appraisals, Inc.
2. The name of the registered agent and office is:

Deena G. Holbrook
910 Terra Mar Drive, Tampa, Florida 33613-2049

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION 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.

SIGNATURE 
DATE Jan. 31, 2001