

Stephen R. Sharpe
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Deerfield Beach, FL 33442
(954) 426-1669

PO000017771

February 13, 2001

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Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32314

Re: Articles of Incorporation of Great American Title and Registration, Inc. (Florida domestic)

Dear Sir or Madam:

Enclosed is a duplicate set of Articles of Incorporation of Great American Title and Registration, Inc., a Florida corporation.

Also enclosed is payment of \$70.00 to file the Articles of Incorporation. Please date stamp the duplicate original set of Articles of Incorporation and return it to the undersigned.

Thank you for your assistance in this matter.

Very truly yours,



Stephen R. Sharpe
Incorporator

Enclosures

FILED
01 FEB 15 PM 1:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
GREAT AMERICAN TITLES AND REGISTRATIONS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation is Great American Titles and Registrations, Inc. (the "Corporation").

ARTICLE II. NATURE OF BUSINESS

The purpose of the Corporation shall be to engage in such business and business activity as are permitted and otherwise allowable by law.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that the Corporation is authorized to have outstanding at one time is one thousand (1,000) shares having a par value of one dollar (\$.01) per share.

ARTICLE IV. ADDRESS

The principal office of the Corporation shall be located at 1244 South Military Trail, Suite 716, Deerfield Beach, Florida 33442, and its Registered Agent is Stephen R. Sharpe, 1244 South Military Trail, Suite 716, Deerfield Beach, Florida 33442.

ARTICLE V. DIRECTORS

The Corporation shall have at least one director, with the exact number of directors to be specified by the By-laws adopted by the shareholders from time to time unless the shareholders shall, by a majority vote hereafter, determine that the Corporation be managed by the shareholders. The initial number of directors shall be one (1).

ARTICLE VI. EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE VII. INCORPORATOR

The name and post office address of the Incorporator of these Articles of Incorporation is Stephen R. Sharpe, 1244 South Military Trail, Suite 716, Deerfield Beach, Florida 33442.

ARTICLE VIII. BY-LAW AMENDMENT

The power to adopt, alter, amend or repeal the By-laws of the Corporation shall be set forth in the By-laws of the Corporation.

ARTICLE IX. INFORMAL ACTION OF DIRECTORS

If any of the directors severally or all of the directors collectively consent in writing to any action taken or to be taken by the Corporation, and the writings evidencing their consent are filed with the Secretary of the Corporation, the action shall be valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE X. DIRECTORS

The name and address of the initial director of the Corporation is Stephen R. Sharpe, 1244 South Military Trail, Suite 716, Deerfield Beach, Florida 33442.

ARTICLE XI. MEETING BY CONFERENCE TELEPHONE

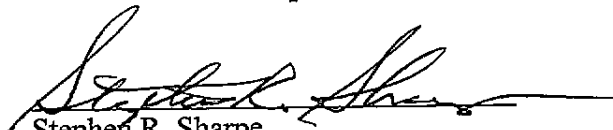
Members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

ARTICLE XII. INDEMNIFICATION

This Corporation shall indemnify any officer or director, or any former officer or director to the full extent permitted by law.

ARTICLE XIII. AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by a majority of the shareholders of the Corporation entitled to vote thereon, unless all the directors and shareholders sign a written statement manifesting their intention that certain stated amendments to these Articles of Incorporation be made.


Stephen R. Sharpe

STATE OF FLORIDA)
 ss:
COUNTY OF BROWARD)

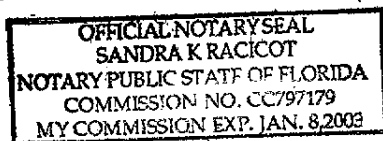
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I HEREBY CERTIFY that on this day, before me a Notary Public, duly authorized in the state and county aforesaid, to take acknowledgments, personally appeared Stephen R. Sharpe who is personally known to me to be the person described herein as the Incorporator and who executed the foregoing Articles of Incorporation and he acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and seal in the county and state aforesaid this 12th day of February, 2001.

My Commission Expires:



Sandra K. Racicot
Notary Public

State of Florida at Large

Sandra K. Racicot
Printed Name of Notary Public

CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE SERVICE
OF PROCESS WITHIN THE STATE OF FLORIDA NAMING AGENT UPON
WHOM SERVICE OF PROCESS MAY BE MADE

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

GREAT AMERICAN TITLES AND REGISTRATIONS, INC. elects to organize under the laws of the state of Florida with its principal office located at 1244 South Military Trail, Suite 716, Deerfield Beach, Florida 33442, and has named Stephen R. Sharpe, 1244 South Military Trail, Suite 716, Deerfield Beach, Florida 33442 as its agent to accept service of process within the state of Florida.

ACKNOWLEDGEMENT

Having been named to accept service of process for GREAT AMERICAN TITLES AND REGISTRATIONS, INC., at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

February 12, 2001

Stephen R. Sharpe
Stephen R. Sharpe
Registered Agent