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01 JUL 26 PM 1:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

July 24, 2001

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee FL 32399

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*****78.75 *****78.75

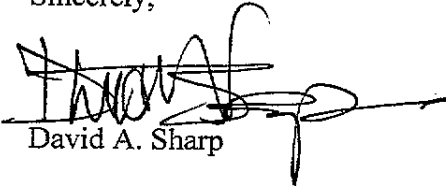
Subject: Surety Title Services of Florida, Inc.

To Whom it May Concern:

Enclosed please find an original and one (1) copy of the articles of incorporation and a check for \$78.75 for the filing fee and Certificate of Status.

Also enclosed please find the Corporate Bylaws, the Fictitious Name Affidavit, and the Certificate Designating Place of Business or Domicile for the Service of Process and Naming Agent Upon Whom Process May be Served. If there are any other or further documents necessary to complete this process, please notify me at once. Thank you for your assistance in this matter.

Sincerely,


David A. Sharp

DAS/gkm
enclosure

Phone (813) 797-3800

LAW OFFICES DAVID SHARP & ASSO

24701 US HIGHWAY 19 N STE 104

Dept./Floor/Suite/Room

CLEARWATER

State FL ZIP 33763

David Sharp
AUTHORIZATION BY PHONE TO
CORRECT *note F*
DATE *7/30/01*
LOC. EXAM *Devin Brown*

B. BROWN JUL 30 2001

**ARTICLES OF INCORPORATION
OF**

SURETY TITLE SERVICES of FLORIDA, Inc.

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The undersigned subscribers to the Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be **SURETY TITLE SERVICES of FLORIDA, Inc.**

ARTICLE II - DURATION

This Corporation shall have perpetual existence, commencing no later than as of the date of acceptance and filing of these Articles by the Secretary of the State of Florida, and shall exist upon the date of the execution of these Articles if permitted by law. The Address of the principal Corporate Office shall be 24701 U.S. Highway 19 N., #106, Clearwater, FL 34623.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares that the Corporation is authorized to issue is one-hundred (46) shares, which shall have a par value of \$1.00. Such shares shall be fully paid and nonassessable. All capital stock shall be paid for in U.S. currency, or in property, labor or services at a fair valuation to be fixed by the directors. Every shareholder upon the sale for cash or exchange for property of any new stock of this Corporation, of whatever kind or class, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

ARTICLE VI - REGISTERED ADDRESS AND REGISTERED AGENT

The address of the registered office of this corporation in the State of Florida is: 24701 U.S. Highway 19 N., Suite #106, Clearwater, Florida, 34623, and the registered agent is DAVID A. SHARP.

ARTICLE V - INCORPORATORS AND SUBSCRIBERS

The names and post office addresses of the subscribers to these Articles of Incorporation, the number of shares of stock subscribed by each, and the initial officers and directors are as follows:

DAVID A. SHARP Director 24701 U.S. Highway 19 N. #106 Clearwater, Florida 33763	100 shares
MARIANNE S. SHARP	-0- shares

President / Treasurer
24701 U.S. Highway 19 N. #106
Clearwater, Florida 33763

LINDA S. WALSH -0- shares
Vice President / Secretary
24701 U.S. Highway 19 N. #106
Clearwater, Florida, 33763

ARTICLE VI - PURPOSE

This Corporation is organized for the purpose of engaging in any activity or business allowed under the laws of the State of Florida and the laws of the United States; and, without limiting the foregoing: to own, operate, and manage facilities and services related to issuing of title insurance, closing real estate transactions, to engage in consulting, training, management and investments; to buy and sell real estate; acquire and deal in property, business rights licenses or franchises; and to do any other things and to exercise any and all powers which a natural person could do or exercise and which are now or hereafter authorized by law.

ARTICLE VII - INDEMNIFICATION

The Corporation shall indemnify any officer or shareholder acting in such capacity, or any former like-situated person, to the full extent permitted by law.

ARTICLE VII - OPERATIONS AND CONTROL

Unless changed by the By-laws, the business of this Corporation shall be managed by its Directors in accordance with the By-Laws. The By-Laws may provide for the election or appointment of officers by the Directors or by the shareholders.


ARTICLE IX - BY-LAWS

The initial By-Laws shall be adopted by majority approval of all Directors. The power to alter, amend or repeal the By-Laws or to adopt new By-Laws is vested in the Shareholders, and exercisable upon the vote of the majority of all shares outstanding or in accordance with the By-Laws or any written agreements between and among the shareholders.

ARTICLE XI - AMENDMENTS

These Articles of Incorporation may be amended as provided by law, subject to the By-Laws and any agreements of the incorporators or shareholders.

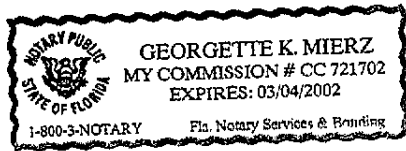
IN WITNESS THEREOF, we, the incorporators and subscribers, have hereunto set our hands and seals, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 25th day of July, 2001.




DAVID A. SHARP

STATE OF FLORIDA)
COUNTY OF PINELLAS)

I HEREBY CERTIFY that before me this date, personally appeared DAVID A. SHARP, to me well known to be the individual described in and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same for the purposes therein expressed on July 25, 2001.





NOTARY PUBLIC
My commission expires: 3/04/02.

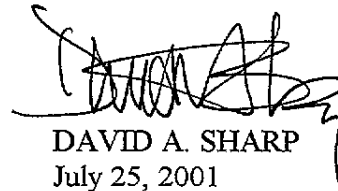
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

Pursuant to Section 607.0461, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement:

That SURETY TITLE SERVICES of FLORIDA, Inc., having been organized under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation, in the City of Clearwater, County of Pinellas, State of Florida, and has named DAVID A. SHARP, 24701 U.S. Highway 19 N., #106, Clearwater, FL 33763, as its agent to accept service of process within the State.

Having been named as registered agent and to accept service of process for the above named corporation, at the place designated in this certificate, I hereby accept and agree to act in said capacity, and 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.

SURETY TITLE SERVICES of FLORIDA, Inc.


DAVID A. SHARP
July 25, 2001

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