

PO1000105781



ACCOUNT NO. : 072100000032

REFERENCE : 286260 7286177

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pizito

ORDER DATE : November 1, 2001

ORDER TIME : 2:30 PM

ORDER NO. : 286260-005

400004683314--1

CUSTOMER NO: 7286177

CUSTOMER: Mr. H. William Vazquez
Kaufman Englett And Lynd, P.a.

Suite 302
1230 Douglas Avenue
Longwood, FL 32779

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2001 NOV - 1 PM 3:24

FILED

DOMESTIC FILING

NAME: K.E.L. CAPITAL TITLE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds - EXT. 1133

EXAMINER'S INITIALS:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 NOV - 1 PM 3:18

RECEIVED

JS

**ARTICLES OF INCORPORATION
OF
K.E.L. CAPITAL TITLE, INC.**

FILED

2001 NOV -1 PM 3:24

**SECRETARY OF STATE
TALLAHASSEE FLORIDA**

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME OF CORPORATION

The name of this corporation shall be K.E.L. CAPITAL TITLE, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually.

ARTICLE III - INITIAL PRINCIPAL OFFICE

The initial principal office of the Corporation shall be located at 733 West Colonial Drive, Suite 200, Orlando, Florida 32804.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business purposes.

ARTICLE V - CAPITAL STOCK

A. The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share, which may be fractional shares.

B. All or any portion of the capital stock may be issued in payment for real or personal property, services, or any other right or thing having a value, in the judgment of the Board of Directors, at least equivalent to the full value of the stock so to be issued as hereinabove set forth, and when so issued shall become and be fully paid and non-assessable, the same as though paid for in cash; and the directors shall be the sole judges of the value of any property, right or thing acquired in exchange for capital stock, and their judgment of such value shall be conclusive.

C. Notwithstanding the foregoing, the corporation shall have the right to increase its capital stock either with or without par value, and to provide in the event of such increase the designations, preferences, voting powers or restrictions, or qualification of voting powers, of such additional stock, in an amendment to its Certificate of Incorporation.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation shall be 733 West Colonial Drive, Suite 200, Orlando, FL 32804.

The name of the initial registered agent of this corporation at that address shall be H. William Vazquez.

ARTICLE VII - INITIAL DIRECTORS AND OFFICERS

The names and street address of the initial members of the Board of Directors and Officers, each to hold office for the first year in existence of this corporation or until their successors are elected or appointed and have qualified are:

<u>Name</u>	<u>Street Address</u>	<u>Office</u>
Jeffrey S. Kaufman (K.E.L. Title Ins. Agency, Inc.)	733 West Colonial Drive, Suite 200 Orlando, FL 32804	President, Secretary and Director
Matthew S. Englett (K.E.L. Title Ins. Agency, Inc.)	733 West Colonial Drive, Suite 200 Orlando, FL 32804	President, Director
Craig R. Lynd (K.E.L. Title Ins. Agency, Inc.)	733 West Colonial Drive, Suite 200 Orlando, FL 32804	President, Director
H. William Vazquez (K.E.L. Title Ins. Agency, Inc.)	733 West Colonial Drive, Suite 200 Orlando, FL 32804	Treasurer, Director
Donald Jack Apelian (Union Capital Lending Corp.)	449 Central Avenue, Suite 101 St. Petersburg, FL 33701	Director
Dennis Schaden (Union Capital Lending Corp.)	449 Central Avenue, Suite 101 St. Petersburg, FL 33701	Director

ARTICLE VIII - INCORPORATOR


The following is the name and street address of the Incorporator to these Articles of Incorporation:

H. William Vazquez
733 West Colonial Drive, Suite 200
Orlando, Florida 32804

ARTICLE IX - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 29th day of October, 2001.

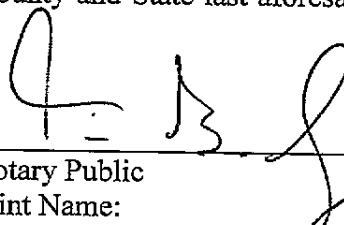


H. WILLIAM VAZQUEZ
Incorporator

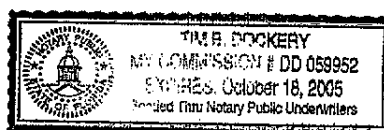
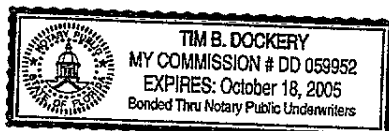
STATE OF FLORIDA
COUNTY OF SEMINOLE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized to take acknowledgements in the State and County aforesaid, personally appeared H. WILLIAM VAZQUEZ, to me known to be the person described as the incorporator in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State last aforesaid this 29th day of October, 2001.



Notary Public
Print Name:
My Commission Expires:
Commission No.:



**CERTIFICATE DESIGNATING PLACE OF REGISTERED OFFICE
FOR SERVICE OF PROCESS WITHIN THIS STATE,
NAMING REGISTERED AGENT UPON WHICH
PROCESS MAY BE SERVED**

FILED

2001 NOV -1 PM 3: 24

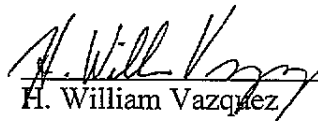
**SECRETARY OF STATE
TALLAHASSEE FLORIDA**

PURSUANT to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

THAT, K.E.L. CAPITAL TITLE, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in the City of Orlando, County of Orange, State of Florida, has named as its Registered Agent, H. William Vazquez, of 733 West Colonial Drive, Suite 200, Orlando, Orange County, Florida, to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, 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.


H. William Vazquez