

P01000122044

TRANSMITTAL LETTER

FILED

01 DEC 26 PM 4:42

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: RISING STAR APPRAISAL SERVICES, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

\$70.00 Filing Fee
 \$78.75 Filing Fee & Certificate of Status

\$78.75 Filing Fee & Certified Copy
 \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED

FROM: Tracy Hiney
Name (Printed or typed)

307 West Venice Avenue, Suite A
Address

Venice, Florida 34285
City, State & Zip

(941) 480-0762
Daytime Telephone number

100004739101--5
-12/26/01--01070--008
*****78.75 *****78.75

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION
OF
RISING STAR APPRAISAL SERVICES, INC.**

FILED
01 DEC 26 PM 4:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator to these Articles of Incorporation is a natural person competent to contract hereby forms this corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation is RISING STAR APPRAISAL SERVICES, INC.

ARTICLE II

PRINCIPAL PLACE OF BUSINESS

The corporation's principal office shall be at 307 West Venice Avenue, Suite A, Venice, Florida 34285, and the corporation's mailing address shall be the same.

ARTICLE III

NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the law of the United States and of this State.

ARTICLE IV

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is Five Hundred (500) shares of common stock having a nominal or par value of One Dollar (\$1.00).

ARTICLE V

TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 307 West Venice Avenue, Suite A, Venice, Florida 34285, and the name of the initial Registered Agent of this corporation at that address is Tracy Hiney.

ARTICLE VII

DIRECTORS

This corporation shall have no more than three (3) directors initially. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VIII

TRANSFERABILITY OF SHARES

Any and all of the stockholders of this corporation may from time to time enter into such agreements as may seem expedient to them, relating to the shares of stock held by them, and limiting the transferability thereof; and thereafter any transfer of said shares shall be made in accordance with the terms of said agreement provided that before the actual transfer of said shares on the books of the corporation, written notice of such agreement shall be given to this corporation by filing a copy thereof with the secretary of this corporation, and a reference to such agreement shall be stamped, written or printed upon the certificate representing said shares, and the By-Laws of this corporation shall likewise include proper provisions for the making of such agreements as aforesaid.

ARTICLE IX

TRANSACTION WITH INTERESTED DIRECTORS OR OFFICERS

In the absence of fraud, no contract or other transaction between this corporation and any other corporation or any individual or firm shall be in any way affected or invalidated by the fact that any of the directors or officers of this corporation are interested in such contract or transaction; provided that such are interested in such contract or transaction; provided that such interest shall be fully disclosed or otherwise known to the Board of Directors in the meeting of said Board at which such contract or transaction is authorized or confirmed; and provided, further, that any such directors of this corporation who are so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorized or confirm such contract or transaction with like force and effect as if he were not such director or officer of such other corporation or not so interested.

ARTICLE X

REPLACEMENT OF STOCK CERTIFICATES

The Board of Directors may, by resolution, provide for the issuance of stock certificates to replace lost or destroyed certificates.

ARTICLE XI

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved at a stockholders' meeting by a majority of the stock entitled to vote thereon.

ARTICLE XII
INCORPORATOR

The Incorporator is: Tracy Hiney

Having been named as Registered Agent to accept service of process for the above-stated corporation at the place designated in this Certificate, I am familiar with and accept the appointment as Registered Agent and agree to act in this capacity.

REGISTERED AGENT:


TRACY HINEY

Date: 12/18/01

INCORPORATOR:


TRACY HINEY

Date: 12/18/01