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FLORIDA FILING & SEARCH SERVICES, INC.

P.O. BOX 10662 TALLAHASSEE, FL 32302

PHONE: (850) 668-4318 FAX: (850) 668-3398

DATE: 04-02-02

NAME: AMERITRUST TITLE COMPANY, INC.

TYPE OF FILING: ARTICLES

100005182821--7

COST:

78.75

RETURN: CERTIFIED COPY

[Handwritten signature]

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2002 APR -2 PM 12:33
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ACCOUNT: FCA000000015

AUTHORIZATION: ABBIE/PAUL HODGE

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DIVISION OF CORPORATION

15
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 5, 2002

FLORIDA FILING & SEARCH SERVICES INC.
POST OFFICE BOX 10662
TALLAHASSEE, FL 32302

SUBJECT: AMERITRUST TITLE COMPANY, INC.
Ref. Number: W02000009370

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TALLAHASSEE FLORIDA

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02 APR 25 PM 2:14
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

We have received your document for AMERITRUST TITLE COMPANY, INC. and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being returned for the following:

Please accept our apology for failing to mention this in our previous letter.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden
Document Specialist
New Filings Section

Letter Number: 902A00020239

OK to Resubmit
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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 3, 2002

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

FLORIDA FILING & SEARCH SERVICES INC.
POST OFFICE BOX 10662
TALLAHASSEE, FL 32302

SUBJECT: AMERITRUST TITLE COMPANY, INC.
Ref. Number: W02000009370

We have received your document for AMERITRUST TITLE COMPANY, INC. and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being returned for the following:

You must list the corporation's principal office and/or a mailing address in the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden
Document Specialist
New Filings Section

Letter Number: 602A00019683

*Please return original
file date*

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02 APR -5 PM 3:04

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SECRETARY OF STATE
TALLAHASSEE FLORIDA**ARTICLES OF INCORPORATION
OF
AMERITRUST GROUP, INC.****ARTICLE ONE**

The name of the corporation is AMERITRUST GROUP, INC. hereinafter referred to as the "Corporation."

ARTICLE TWO

The principal place of business and the mailing address of the Corporation is 617 Caroline, Houston, Texas 77002.

ARTICLE THREE

The purpose for which the Corporation is organized is to transact any and all lawful business for which corporations may be incorporated under Chapters 607 and 621 of the Florida Statutes.

ARTICLE FOUR

The Corporation is authorized to issue an aggregate of 1,000 shares of stock, consisting of only one class (designated "Common Stock"), having a par value of One Dollar (\$1.00) per share. The shares of stock shall have identical rights and privileges in every respect.

ARTICLE FIVE

No security holder shall have the preemptive right to subscribe for or acquire shares or other securities of any kind of the Corporation, except to the extent such right is expressly granted in writing by the Corporation.

ARTICLE SIX

Cumulative voting by the shareholders of the Corporation at elections of directors is expressly prohibited.

ARTICLE SEVEN

The Corporation will not commence business until it has received for the issuance of its shares consideration of the value of at least One Thousand Dollars (\$1,000.00), consisting of money, labor done, property actually received or such other consideration as may be authorized by law.

ARTICLE EIGHT

The initial board of directors consists of three (3) members who shall serve as directors until the first annual meeting of shareholders or until their successors are elected and qualified, and whose names and addresses are:

<u>Name</u>	<u>Address</u>
W. Allen Shindler	617 Caroline Houston, Texas 77002
John P. Rogers	10010 San Pedro San Antonio, Texas 78216
Jack Rattikin, III	Chase Texas Tower, Suite 800 201 Main Street Forth Worth, Texas 76102

The number of directors constituting the board of directors (other than the initial board of directors) shall be fixed by, or in the manner provided in, the bylaws of the Corporation.

ARTICLE NINE

A director of the Corporation is not liable to the Corporation or its security holders for monetary damages for any act or omission in the director's capacity as a director. This Article does not eliminate or limit the liability of a director for (i) a breach of the director's duty of loyalty to the Corporation or its shareholders, (ii) an act or omission not in good faith that constitutes a breach of duty of the director to the Corporation or an act or omission that involves intentional misconduct or a knowing violation of the law, (iii) a transaction from which the director received an improper benefit, whether or not the benefit resulted from an action taken within the scope of the director's office, or (iv) an act or omission for which the liability of a director is expressly provided for by an applicable statute.

This Article is intended to limit the liability of a director of the Corporation to the fullest extent permitted by law. In the event that Chapter 607 of the Florida Statutes for Corporations is amended to authorize corporate action further limiting or eliminating liability of directors, then the liability of a director of the Corporation shall be limited or eliminated to the fullest extent permitted by either of such Statutes, as so amended, without any further action. The limitation of liability contained in this Article shall not be deemed exclusive of any rights or limitations of liability or indemnity to which a director may otherwise be entitled. Any repeal or modification of this Article by the shareholders of the Corporation or otherwise shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.

ARTICLE TEN

The street address of the Corporation's initial registered office and the name of its initial registered agent at such address is:

Name


Address

BlumbergExcelsior

4435 Old Winter Garden Rd.
Orlando, Florida 32811

I HEREBY ACCEPT DUTIES
AS REGISTERED AGENT.

REGISTERED AGENT:


BlumbergExcelsior

ARTICLE ELEVEN

The name and address of the incorporator is:

Name

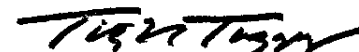
Address

Timothy N. Tuggey

755 East Mulberry, Suite 200
San Antonio, Texas 78212

INCORPORATOR:

DATED: March 28, 2002


Timothy N. Tuggey

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TALLAHASSEE FLORIDA