

PG 2000053624

Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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To:

Division of Corporations

Fax Number : (850) 205-0381

From:

Account Name : YOUR CAPITAL CONNECTION, INC.

Account Number : I20000000257

Phone : (850) 224-8870

Fax Number : (850) 222-1222

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 MAY 14 PM 12:23

FLORIDA PROFIT CORPORATION OR P.A.

BISCAYNE TITLE COMPANY

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$70.00

5-15-02
WC

**ARTICLES OF INCORPORATION
OF
BISCAYNE TITLE COMPANY
A Florida For-Profit Corporation**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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THE UNDERSIGNED, acting as the sole incorporator of a corporation being formed under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

Article I - Name

The name of this corporation is Biscayne Title Company.

Article II - Principal Place of Business

The principal place of business of this corporation is 7711 North Military Trail, Suite 1014, Palm Beach Gardens, Florida 33410.

Article III - Duration

The duration of this corporation is perpetual.

Article IV - Purpose and Power

The purposes for which this corporation is organized are:

- A. To operate a title insurance agency pursuant to the applicable Florida Statutes.
- B. For any other lawful purpose.
- C. To exercise all those powers set forth in § 607.0302, Fla. Stat. (2001).
- D. To acquire by purchase, exchange, gift, bequest, subscription or otherwise, and to hold, own, mortgage, pledge, hypothecate, sell, assign, transfer, exchange or otherwise dispose of or deal in or with its own corporate securities or stock or other securities, including without limitation, any shares of stock, bonds, debentures, notes, mortgages, or other instruments representing rights or interests therein or any property or assets created or issued by any person, firm,

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Article of Incorporation of
Biscayne Title Company
A Florida For-Profit Corporation

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association or corporation, or any government or subdivisions agencies or instrumentalities thereof; to make payment therefore in any lawful manner or to issue in exchange therefore its own securities or to use its unrestricted or unreserved earned surplus for the purchases of its own shares, and to exercise as owner or holder of any securities, any and all rights, powers and privileges in respect thereof.

E. To do each and every thing necessary, suitable or proper for the accomplishment of any of the purposes or the attainment of anyone or more of the subjects herein enumerated, or which may at any time appear conducive to or expedient for the protection or benefit of this corporation, and to do said acts as fully and to the same extent as natural persons might, or could do, in any part of the word as principals, agents, partners, trustees or otherwise, either alone or in conjunction with any other person, association or corporation.

F. The foregoing clauses shall be construed both as purposes and powers, and shall not be held to limit or restrict in any manner the general powers of this corporation, and the enjoyment and exercise thereof, as conferred by the laws of the State of Florida; and it is the intention that the purposes and powers specified in each of the paragraphs of this Article shall be regarded as independent powers and purposes.

Article V - Stock

This corporation shall have the authority to issue 1,000 shares of common voting stock at a par value of \$1.00 per share.

Article VI - Amendment

These Articles of Incorporation may be amended, altered, changed, or repealed by the affirmative vote of a majority of the stock issued and outstanding, at a Shareholders meeting called for that purpose.

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Article of Incorporation of
Biscayne Title Company
A Florida For-Profit Corporation

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Article VII - By-Laws

The By-Laws of this corporation shall be initially adopted by the Board of Directors, and may be changed or repealed by the affirmative vote of a majority of the Shareholders at any meeting thereof.

Article VIII - Shareholder Rights

Shareholders of this corporation shall have pre-emptive rights to acquire their pro rate share of stock of the corporation for all issues of any class of stock of the corporation, not matter when authorized, and for whatever consideration is contemplated to be received by the corporation, including but not limited to cash, other property, services, the acquisition of other corporation's shares or property through a merger or the extinguishment of debts. Pre-emptive rights shall also apply to the re-issuance of all redeemed or otherwise acquired shares, including the re-issuance of treasury shares. This Article pertaining to pre-emptive rights may not be amended or deleted without the unanimous vote of the Shareholders of each affected class, and no issuance of stock of the corporation shall take place unless the price at which the stock it to be issued shall be approved by a majority of the Shareholders of the corporation.

Article IX - Directors

The number of directors of this Corporation constituting the initial Board of Directors of this Corporation is one. The name and address of the person serving as an initial Director of this Corporation until the Initial Meeting of the Shareholders, or until his successor is elected and qualify, whichever occurs first, shall be:

Name	Address
Preston J. Fields	7711 North Military Trail, Suite 1014, Palm Beach Gardens, Florida 33410

Article X - Officers

The officers of this Corporation constituting the initial Officers of this Corporation are

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Article of Incorporation of
Biscayne Title Company
A Florida For-Profit Corporation

Page 4

President, Vice President, Secretary and Treasurer. The name and address of the person(s) serving as an initial Officers of this Corporation until the Initial Meeting of the Shareholders, or until their successor is elected and qualify, whichever occurs first, shall be:

Name	Address	Office
Preston J. Fields	7711 North Military Trail, Suite 1014, Palm Beach Gardens, Florida 33410	President/Vice President Secretary/Treasurer

Article XI - Sole Incorporator

The name and address of the sole incorporator of this Corporation are:

Name	Address
Preston J. Fields	7711 North Military Trail, Suite 1014, Palm Beach Gardens, Florida 33410

Article XII - Registered Agent

The name and address of the Registered Agent of this Corporation are:

Name	Address
Preston J. Fields	7711 North Military Trail, Suite 1014, Palm Beach Gardens, Florida 33410

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Article of Incorporation of
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**CERTIFICATE OF DESIGNATION OF PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE AND NAMING
AN AGENT UPON WHOM PROCESS MAY BE SERVED**


Pursuant to § 48.091(1) and § 607.051, Fla. Stat. (2001), this corporation hereby designates Preston J. Fields, of 7711 North Military Trail, Suite 1014, Palm Beach Gardens, Florida 33410, to act as Registered Agent for this corporation to accept service of process within this State.



Preston J. Fields
Sole Incorporator

ACKNOWLEDGMENT

I, Preston J. Fields, of 7711 North Military Trail, Suite 1014, Palm Beach Gardens, Florida 33410, do hereby accept the appointment of Registered Agent for this corporation and do hereby agree to serve as Registered Agent, act in this capacity, and agree to comply with the provision of said statute relative to the keeping of a registered office of the corporation.



Preston J. Fields
Registered Agent

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Article of Incorporation of
Biscayne Title Company
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NOTARIZATION

COUNTY OF PALM BEACH
STATE OF FLORIDA

BEFORE ME, the undersigned authority, personally appeared Preston J. Fields, as the Sole Incorporation and Registered Agent of this corporation, who, after being duly cautioned and sworn, deposes and says that he has read the above information and it is true and correct.


Preston J. Fields

The foregoing instrument was ☒ sworn to, ☐ affirmed, or ☐ acknowledged before me on this 14th day of May, 2002 by Preston J. Fields, who is ☒ personally known or ☐ produced the following type of identification _____.

Notary Signature: Mandala L Mattox

Notary Name: _____

Notary Commission: _____

Notary Expiration: _____

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CAPITAL CONNECTION

850 222 1222

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- B. For any other lawful purpose.
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- D. To acquire by purchase, exchange, gift, bequest, subscription or otherwise, and to hold, own, mortgage, pledge, hypothecate, sell, assign, transfer, exchange or otherwise dispose of or deal in or with its own corporate securities or stock or other securities, including without limitation, any shares of stock, bonds, debentures, notes, mortgages, or other instruments representing rights or interests therein or any property or assets created or issued by any person, firm,

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Article of Incorporation of
Biscayne Title Company
A Florida For-Profit Corporation

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association or corporation, or any government or subdivisions agencies or instrumentalities thereof; to make payment therefore in any lawful manner or to issue in exchange therefore its own securities or to use its unrestricted or unreserved earned surplus for the purchases of its own shares, and to exercise as owner or holder of any securities, any and all rights, powers and privileges in respect thereof.

E. To do each and every thing necessary, suitable or proper for the accomplishment of any of the purposes or the attainment of anyone or more of the subjects herein enumerated, or which may at any time appear conducive to or expedient for the protection or benefit of this corporation, and to do said acts as fully and to the same extent as natural persons might, or could do, in any part of the word as principals, agents, partners, trustees or otherwise, either alone or in conjunction with any other person, association or corporation.

F. The foregoing clauses shall be construed both as purposes and powers, and shall not be held to limit or restrict in any manner the general powers of this corporation, and the enjoyment and exercise thereof, as conferred by the laws of the State of Florida; and it is the intention that the purposes and powers specified in each of the paragraphs of this Article shall be regarded as independent powers and purposes.

Article V - Stock

This corporation shall have the authority to issue 1,000 shares of common voting stock at a par value of \$1.00 per share.

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Article IX - Directors

The number of directors of this Corporation constituting the initial Board of Directors of this Corporation is one. The name and address of the person serving as an initial Director of this Corporation until the Initial Meeting of the Shareholders, or until his successor is elected and qualify, whichever occurs first, shall be:

Name	Address
Preston J. Fields	7711 North Military Trail, Suite 1014, Palm Beach Gardens, Florida 33410

Article X - Officers

The officers of this Corporation constituting the initial Officers of this Corporation are

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Article of Incorporation of
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Page 4

President, Vice President, Secretary and Treasurer. The name and address of the person(s) serving as an initial Officers of this Corporation until the Initial Meeting of the Shareholders, or until their successor is elected and qualify, whichever occurs first, shall be:

Name	Address	Office
Preston J. Fields	7711 North Military Trail, Suite 1014, Palm Beach Gardens, Florida 33410	President/Vice President Secretary/Treasurer

Article XI - Sole Incorporator

The name and address of the sole incorporator of this Corporation are:

Name	Address
Preston J. Fields	7711 North Military Trail, Suite 1014, Palm Beach Gardens, Florida 33410

Article XII - Registered Agent

The name and address of the Registered Agent of this Corporation are:

Name	Address
Preston J. Fields	7711 North Military Trail, Suite 1014, Palm Beach Gardens, Florida 33410

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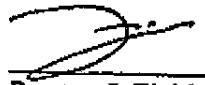
Pursuant to § 48.091(1) and § 607.051, Fla. Stat. (2001), this corporation hereby designates Preston J. Fields, of 7711 North Military Trail, Suite 1014, Palm Beach Gardens, Florida 33410, to act as Registered Agent for this corporation to accept service of process within this State.



Preston J. Fields
Sole Incorporator

ACKNOWLEDGMENT

I, Preston J. Fields, of 7711 North Military Trail, Suite 1014, Palm Beach Gardens, Florida 33410, do hereby accept the appointment of Registered Agent for this corporation and do hereby agree to serve as Registered Agent, act in this capacity, and agree to comply with the provision of said statute relative to the keeping of a registered office of the corporation.



Preston J. Fields
Registered Agent

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Article of Incorporation of
Biscayne Title Company
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NOTARIZATION

**COUNTY OF PALM BEACH
STATE OF FLORIDA**

BEFORE ME, the undersigned authority, personally appeared Preston J. Fields, as the Sole Incorporation and Registered Agent of this corporation, who, after being duly cautioned and sworn, deposes and says that he has read the above information and it is true and correct.


Preston J. Fields

The foregoing instrument was ☒ sworn to, ☐ affirmed, or ☐ acknowledged before me on this 14th day of May, 2002 by Preston J. Fields, who is ☒ personally known or ☐ produced the following type of identification _____

Notary Signature: Mandala L. Mattox

Notary Name: _____

Notary Commission: _____

Notary Expiration: _____

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