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Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

STATE WIDE APPRAISAL SERVICES, INC.

Certificate of Status	0
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**ARTICLES OF INCORPORATION**

**OF**

**STATE WIDE APPRAISAL SERVICES I, INC.**

The undersigned, subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves to form a corporation under the laws of the State of Florida.

**ARTICLE I**  
**NAME**

The name of the corporation is: **STATE WIDE APPRAISAL SERVICES I, INC.**

**ARTICLE II**  
**TERM OF EXISTENCE**

The duration of the corporation is perpetual.

**ARTICLE III**  
**NATURE OF BUSINESS**

The general purposes for which the corporation is organized are:

1. To engage in the business of Real Estate Appraisal, Real Estate Sales and all other Real estate related matters.
2. To transact any other lawful business for which corporation may be incorporated under the Florida General Corporation Act.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

STEVEN A. FEINMAN, ESQ.  
8530 STATE ROAD 84  
DAVIE, FL 33324  
(954) 473-3424  
FBN: 600880

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**ARTICLE IV**  
**CAPITAL STOCK**

The aggregate number of shares which the corporation is authorized to issue is 100. Such shares shall be of a single class and shall have a par value of \$5.00

**ARTICLE V**  
**ADDRESS**

The street address of the initial registered office and the principal address of the corporation is 8338 State Road 84, Davie, Florida 33324. The initial registered agent is Steven A. Feinman, Esq.

**ARTICLE VI**  
**DIRECTOR**

The number of directors constituting the initial Board of Directors of corporation is two (2).

The names and addresses of the persons who are to serve as members of the initial Board of Directors are:

<b><u>Name</u></b>	<b><u>Address</u></b>
Sheila German	2067 Island Road Weston, FL 33326
Jill Alter	2067 Island Road Weston, FL 33326

**ARTICLE VII**  
**INCORPORATORS**

The name and address of the incorporator is:

<b><u>Name</u></b>	<b><u>Address</u></b>
Sheila German	2067 Island Road Weston, FL 33326

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# **ARTICLE VIII** **PREEMPTIVE RIGHTS**

Each shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the par value thereof, a pro rata portion of:

1. Any stock of any class that the corporation may issue or sell, whether or not exchangeable or for any stock of the corporation of any class or classes and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed or by any amendment thereof or out of share of stock of the corporation acquired by it after the issuance thereof, and whether issued for cash, labor done, personal property, or real property or leases thereof, or

2. Any obligation that the corporation may issue or sell which is convertible into or exchangeable, for any stock of the corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or other instrument or instruments conferring on the holder the right to subscribe for or purchase from the corporation any shares of its stock of any class or classes.

# **ARTICLE IX** **DIRECTORS INSURANCE AGAINST PROFESSIONAL LIABILITY**

The corporation shall have power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee, or agent of the corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against any liability asserted against him or her and incurred by him or her in any such capacity, or arising out of his or her status as such, whether or not the corporation would have authority to indemnify him or her against such liability under the provisions of these articles or under law.

# **ARTICLE X** **STOCK TRANSFERS** **CORPORATION'S RIGHT OF FIRST REFUSAL**

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any of the shares of the corporation without first offering such shares for sale to the corporation at the net asset value thereof, such offer shall be in writing, signed by the shareholder; shall be sent by registered or certified mail to the corporation at its principal place of business, and shall remain open for acceptance by the corporation for a period of 30 days from the date of mailing. If the corporation fails or refuses within such a period to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of his shares as he may see fit.

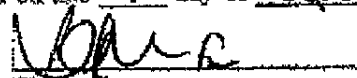
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On the death of any shareholder the corporation shall have the right to purchase all shares owned by such shareholder in the terms set forth above, and this provision shall be binding on the executor, administrator or personal representative of each shareholder.

Each share certificate issued by the corporation shall have printed or stamped thereon the following legend: "THESE SHARES ARE HELD SUBJECT TO CERTAIN TRANSFER RESTRICTIONS IMPOSED BY THE ARTICLES OF INCORPORATION OF THE CORPORATION. A COPY OF SUCH ARTICLES IS ON FILE AT THE PRINCIPAL OFFICE OF THE CORPORATION."

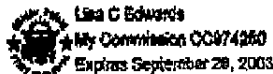
EXECUTED by the undersigned at Davie, Florida on this 9 day of September, 2002.

  
Sheila German

STATE OF FLORIDA       )  
                                  )  
COUNTY OF BROWARD    )

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, SHEILA GERMAN, to me well known to be the person described in and who executed the foregoing instrument, and he acknowledged before me that he executed the same freely and voluntarily for the purpose therein expressed and who has been identified to me by the following form of identification:

WITNESS my hand and official seal at Davie, Florida on this 9 day of September, 2002.



My Commission Expires:

  
Notary Public

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

That STATE WIDE APPRAISAL SERVICES I, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at the Town of Davie, County of Broward, State of Florida, has named STEVEN A. FEINMAN, ESQ., 8530 State Road 84, Davie, Florida 33324, as its agent to accept service of process within this state.

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**ACKNOWLEDGMENT**

Having been named to accept service of process of 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.

  
Steven A. Feinman, Esq.

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