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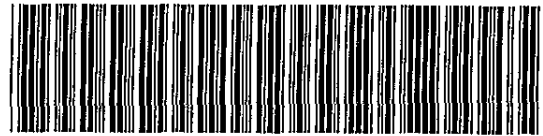
(Business Entity Name)

(Document Number)

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FILED
03 APR -2 AM 11:04
SECRETARY OF STATE
TALLAHASSEE FLORIDA

CHARLES D. MINER
Attorney at Law

1646 Hillcrest Street
Orlando, Florida 32803

Charles D. Miner
Board Certified in Taxation
Phone: (407) 894-6210
Fax: (407) 894-6288

March 31, 2003

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, Florida 32301

Re: Hillcrest Title Companies, Inc.

Dear Sir or Madam:

Enclosed for filing are Articles of Incorporation for Hillcrest Title Companies, Inc., together with an additional copy of the Articles which I would appreciate your date stamping and returning to me. Please note that the effective date of incorporation is the date of filing.

My firm's check in the amount of \$70.00 is enclosed to cover the following costs:

Filing fee	\$35.00
Registered Agent filing fee	<u>\$35.00</u>
Total	\$70.00

Please contact me immediately if anything further is required to complete this filing.

Yours very truly,



Charles D. Miner

ARTICLES OF INCORPORATION
OF
HILLCREST TITLE COMPANIES, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I - NAME

The name of the corporation is HILLCREST TITLE COMPANIES,
INC.

ARTICLE II - DURATION

The corporation shall exist perpetually. The effective date for the formation of this corporation shall be the date of filing of these Articles.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue Ten Thousand (10,000) shares of common stock with a par value of One Dollar (\$1.00) per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT,
AND CORPORATE ADDRESS

The street address of the initial registered agent of this corporation shall be:

1646 Hillcrest Street
Orlando, Florida 32803

The name of the initial registered agent of this corporation at that address shall be:

CHARLES D. MINER

The street address and the mailing address of the corporate offices shall be:

1646 Hillcrest Street
Orlando, Florida 32803

ARTICLE VI - INITIAL BOARD OF DIRECTORS

A. The corporation shall have two (2) directors initially. This number of directors may either be increased or decreased from time to time by the By-laws but shall never be less than one (1).

B. The name and address of the initial officers and directors of this corporation are as follows:

<u>Name</u>	<u>Address</u>	<u>Office</u>
Charles D. Miner	1646 Hillcrest Street Orlando, Florida 32803	President/ Director
Helen Gerard	2306 Central Blvd Orlando, Florida 32803	Secretary/ Treasurer/ Director

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles are:

<u>Name</u>	<u>Address</u>
Charles D. Miner	1646 Hillcrest Street Orlando, Florida 32803


ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 31st day of March, 2003.

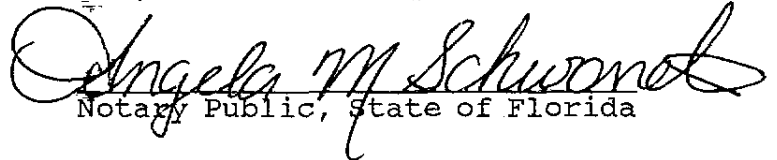


CHARLES D. MINER

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME the undersigned authority, personally appeared CHARLES D. MINER, known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and he acknowledged that he subscribed the said instrument for the uses and purposes set forth therein. The subscriber is personally known to me or was identified as follows: FL DRIVERS LICENSE. He (did (did not) take an oath prior to executing this instrument.

WITNESS my hand and official seal in the County and State last aforesaid this 31st day of March, 2003.



Notary Public, State of Florida



Angela M Schwonek
My Commission DD075870
Expires December 2, 2006

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: **HILLCREST TITLE COMPANIES, INC.**
2. The name and address of the registered agent and office is:

Charles D. Miner
1646 Hillcrest Street
Orlando, Florida 32803

Date: March 31, 2003


CHARLES D. MINER, Subscriber

ACCEPTANCE

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Date: March 31, 2003


CHARLES D. MINER

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TALLAHASSEE FLORIDA