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09-22-03

CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 250627 7194943

AUTHORIZATION :

COST LIMIT : $ PREPAID

ORDER DATE : September 22, 2003

ORDER TIME : 12:05 PM

ORDER NO. : 250627-005

CUSTOMER NO: 7194943

CUSTOMER: Richard T. Morehead, Esq
Richard T. Morehead, P.a.

105-b Solana Road

Ponte Vedra Bea, FL 32082

DOMESTIC FILING

NAME: EXECUTIVE TITLE OF NORTHEAST
FLORIDA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
______ CERTIFICATE OF LIMITED PARTNERSHIP
______ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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XX PLAIN STAMPED COPY
______ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward - EXT. 1135

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

EXECUTIVE TITLE OF NORTHEAST FLORIDA, INC.

The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of this corporation is Executive Title of Northeast Florida, Inc.

ARTICLE II

COMMENCEMENT AND DURATION

This corporation shall commence upon the filing of these Articles with the Secretary of the State of Florida and shall exist perpetually.

ARTICLE III

PURPOSE

The corporation is organized for the purpose of performing real estate closings, escrow services, issuing title insurance and other related matters as may be approved by the Board of Directors.

ARTICLE IV

CAPITAL STOCK

The maximum number of shares of capital stock which this corporation is authorized to have is one hundred shares of common capital stock with a par value of one dollar per share.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 105-B Solana Road, Suite 1 the name of the initial registered agent of this corporation at that address is Elizabeth A. Murphy.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may either be increased or diminished from time to time according to the By-Laws, but shall never be less than one. The name and address of the initial directors of this corporation are:

Elizabeth A. Murphy
12376 Wavyleaf Court
Jacksonville, Florida 32225

ARTICLE VII

INCORPORATOR

The name and address of the person signing these Articles of Incorporation as the subscriber is:

Elizabeth A. Murphy
12376 Wavyleaf Court
Jacksonville, Florida 32225

ARTICLE VIII

BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors, subject to the approval by the shareholders. The initial By-Laws of this corporation shall be adopted by the director.

ARTICLE IX

INITIAL ISSUE AND RESTRICTIONS OF TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following person(s) and in the amount set opposite of their names:

Elizabeth A. Murphy 15%
Richard T. Morehead 85%

Shares held by the initial stockholders listed above and subsequent shareholders may not be resold or otherwise transferred to other persons or hypothecated in any manner unless shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this corporation. The treasury stock of the corporation may only be issued with the approval of the shareholders.

ARTICLE X

OFFICERS

The name and post office address of the officers of this corporation who shall hold office for the first year of the corporation, until successors and elected or appointed and have qualified are as follows:

Elizabeth A. Murphy, Pres./Sec./Tres.
12376 Wavyleaf Court
Jacksonville, Florida 32225

ARTICLE XI

SHAREHOLDER QUORUM AND VOTING

Fifty-one percent (51%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

ARTICLE XII

APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this corporation to any plan of merger shall be required in every case whether or not approval is required by law.

ARTICLE XIII

POWERS

This corporation shall have all of the corporation powers enumerated in the Florida General Corporation Act.

ARTICLE XIV

PRINCIPAL PLACE OF BUSINESS

The initial principal place of business for the corporation is 105-B Solana Road, Suite 1, Ponte Vedra Beach, Florida 32082.

ARTICLE XV

DIRECTOR COMPENSATION

The shareholders of this corporation shall have the exclusive authority to fix the compensation of the directors of this corporation. Shareholders of the corporation may also serve as directors and/or officers of the corporation.

ARTICLE XVI

DIRECTORS QUORUM AND VOTING

The quorum for meeting of the initial Board of Directors shall be constituted by two directors. Thereafter, if the number of directors is increased, two-thirds of the directors shall constitute a quorum for a meeting of directors.

ARTICLE XVII

MEETING BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in meeting by the Board of Directors by means conference telephone as provided by law.

ARTICLE XVIII

AMENDMENT

This corporation, through its shareholders, reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto. All amendments to be approved by two-thirds vote.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 19th day of September, 2003.

Elizabeth A. Murphy

STATE OF FLORIDA

COUNTY OF ST. JOHNS

BEFORE ME, the undersigned authority, personally appeared Elizabeth A. Murphy known to me and who presented a Florida State Drivers License for identification and known to me to be the person who executed the foregoing Articles of Incorporation and she acknowledged before me that she executed same for the purposes therein described.

WITNESS my hand and official seal this 19th day of September, 2003, at Ponte Vedra Beach, St. Johns County, Florida.

Claire P. Sheehan

Notary Public
State of Florida
My Commission expires:

CLAIRE P. SHEEHAN
NOTARY PUBLIC, STATE OF FLORIDA
My commission expires June 24, 2007
Commission No. DD 226202

DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

WITNESSETH

That Executive Title of Northeast Florida, Inc., desiring to organize under the laws of the State of Florida, which will have its principal office in Ponte Vedra Beach, Florida, has named Elizabeth A. Murphy as its agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named by the incorporator of Executive Title of Northeast Florida, Inc. to accept service of process for the Corporation, at the place designated in this certificate, I hereby agree to serve as the registered agent for the Corporation, and agree to comply with the applicable provisions of the Florida Statues.

Dated this 19th day of September, 2003.

Registered Agent