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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205 0381

From:

Account Name : REAL TRUST FINANCIAL CORP.
Account Number : I20010000190
Phone : (407) 933-1949
Fax Number : (407) 933-2124

EFFECTIVE DATE
1-1-04

FLORIDA PROFIT CORPORATION OR P.A.

BANKERS TITLE & FUNDING CORPORATION

Certificate of Status	1
Certified Copy	0
Page Count	01
Estimated Charge	\$78.75

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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BSB No. 042248 P. 502/02



OFFICE OF FINANCIAL REGULATION

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DIRECTOR

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COMMISSION**

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GOVERNOR

TOM GALLAGHER
CHIEF FINANCIAL OFFICER

CHARLIE CRIST
ATTORNEY GENERAL

CHARLES BRONSON
COMMISSIONER OF
AGRICULTURE

December 22, 2003

Mr. Cas Camara
Real Trust Financial Corporation
1308-A North Lavon Avenue
Kissimmee, Florida 34741

Dear Mr. Camara:

Re: Bankers Title & Funding Corporation

Thank you for your recent letter/fax requesting approval for use of the above-referenced name.

It is the opinion of this Office that the above-referenced corporate name is definitive enough to differentiate the business being conducted from that of a commercial bank or trust company. Therefore, the Office does not object to your use of the above-referenced name being registered to conduct business in the state of Florida.

Sincerely,

A handwritten signature in black ink, reading "Linda B. Charity".

Linda B. Charity
Deputy Director
Financial Institutions

LBC:ker

cc: Karon Beyer, Chief, Bureau of Commercial Recordings
Division of Corporations, Secretary of State's Office

**ARTICLES OF INCORPORATION OF
BANKERS TITLE & FUNDING CORPORATION
A FLORIDA CORPORATION**

ARTICLE 1. NAME

The name of this corporation shall be BANKERS TITLE & FUNDING CORPORATION, a Florida Corporation located at 1308 A - N. Laron Avenue, Kissimmee, Florida 34741.

ARTICLE 2. COMMENCEMENT & DURATION

The commencement of this corporation existence shall be on January 1, 2004. This Corporation's duration shall be perpetual.

ARTICLE 3. PURPOSE

EFFECTIVE DATE

1-1-04

This corporation is being organized for the purpose of investing, developing, marketing, managing, conducting closings of real property, issuing title insurance as well as the sales and marketing of any goods, related or unrelated to real estate whether made in the United States of America or abroad, and engaging in the transaction of any and all business activities permitted under the laws of Florida and The United States of America.

ARTICLE 4. CAPITAL STOCK

This corporation shall have the authority to issue 7,500 shares, \$ 1.00 par value of common capital stock.

ARTICLE 5. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the pre-emptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

ARTICLE 6. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions. On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder. Each stock certificate issued by this corporation shall carry the following legend: "These Shares Are Held Subject To Certain Transfer Restrictions Imposed By This Corporation's Articles of Incorporation, A Copy of Which Is On File At This Corporation's Principal Office."

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ARTICLE 7. INDEMNIFICATION

This corporation should indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE 8. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office is at 1308 A - North Laxon Avenue, Kissimmee, Florida 34741. The name of the entity who shall serve as this corporation's initial registered agent at that address is: Real Trust Financial Corporation - 1308 North Laxon Avenue, Kissimmee, Florida 34741

ARTICLE 9. INCORPORATOR

The name and address of the entity who shall serve as this corporation's incorporator is: Real Trust Financial Corporation - 1308 North Laxon Avenue, Kissimmee, Florida 34741

ARTICLE 10. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.



REAL TRUST FINANCIAL CORPORATION
INCORPORATOR

I hereby accept my designation as registered agent and agree to serve as the registered agent of BANKERS TITLE & FUNDING CORPORATION., a Florida Corporation. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for BANKERS TITLE & FUNDING CORPORATION., a Florida corporation.



REAL TRUST FINANCIAL CORP
REGISTERED AGENT

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