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Susan Willingham

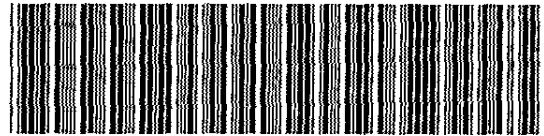
GAVE

AUTHORIZATION BY PHONE TO

CORRECT corp. name

DATE 4/1/04

DOC. EXAM gj



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W04-12793
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DONALD G. CHILDS, P.A.

Attorney at Law

ROYAL PALM MALL

983 NORTH COLLIER BOULEVARD

MARCO ISLAND, FLORIDA 34145

REPLY TO: P. O. BOX 109, MARCO ISLAND, FL 34146-0109

TELEPHONE 239 / 394-3166

FAX 239 / 642-5657

March 24, 2004

Via UPS Overnight Mail #6959

SECRETARY OF STATE

Division of Corporation

George Firestone Building

409 E. Gaines Street

Tallahassee, FL 32399

RE: SUNCOAST TITLE OF S.W. FLORIDA, INC.

Dear Sir/Madam:

Enclosed please find for the above corporation the following:

1. Original Articles of Incorporation plus one copy. Please forward to this office a filed certified copy.
2. Check in the amount of \$78.75 for the necessary filing fee.

Thank you.

Sincerely,

Donald G. Childs, P.A.

A handwritten signature in black ink, appearing to read "Donald G. Childs", followed by a long horizontal flourish.

Donald G. Childs

DGC/II

enclosures

Articles of Incorporation of

SUNCOAST TITLE OF S.W. FLORIDA, INC.

THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be: **SUNCOAST TITLE OF S.W. FLORIDA, INC.**

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida and shall thereafter have perpetual existence.

ARTICLE III

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things allowed by the laws of the State of Florida and herein mentioned, as fully and to the same extent as natural persons might do, including, but not limited to, the following:

1. Transact any and all lawful business.

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2. To issue title insurance and all offer related title services pursuant to Chapter 624 and Chapter 627, Florida Statutes, as amended from time to time.

3. Said corporation shall further have powers:

To have perpetual succession by its corporate name;

To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;

To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

To purchase, take, receive, lease, or otherwise acquire, own hold, improve, use, and otherwise deal in and with real property (including real estate development) or personal property or any interest in real or personal property, wherever situated.

To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;

To lend money to, and use its credit to assist its officers and employees in accordance with Florida Statute, Section 607.141;

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United State or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;

To lend money for its corporation purpose, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested;

To conduct its business, carry on its operations and have offices and exercise the powers granted by this act within or without this state;

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation;

To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for the administration;

To make donations for the public welfare or for charitable, scientific, or educational purposes;

To transact any lawful business which the shareholder shall find will be in aid of governmental policy;

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its officers, and employees and for any or all of its officers, and employees and for any or all of the officers, and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have and exercise all powers necessary and convenient to effect its purposes;

To indemnify any person who by reason of the fact that he or she is or was an officer, employee or agent of the corporation to the full extent as permitted by Florida Statute, Section 607.014;

ARTICLE IV

The aggregate number of shares which this corporation shall have authority to issue is the total sum of 100 shares, having an individual par value of \$1.00.

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE V

The street address of the initial registered office and the name of the initial Registered Agent of this corporation shall be:

Lourdes Liy
983 N. Collier Blvd.
Marco Island, FL 34145



Registered Agent

ARTICLE VI

The corporation shall have no board of directors, and all of the corporate powers shall be exercised by, and the business and affairs of the corporation shall be managed under the direction of the shareholders.

ARTICLE VII

The address of the principal office of this corporation is:

983 N. Collier Blvd.
Marco Island, FL 34145

Transfer of these shares is restricted. The corporation will furnish a full statement of restrictions to any requesting shareholder without charge.

ARTICLE IX

The corporation elects to have preemptive rights. Such rights shall extend to shares issued for any purpose, including all purposes otherwise exempted under provisions of the Florida Statutes.

ARTICLE X

The name and address of the incorporator executing these Articles of Incorporation is:

Susan M. Willingham
President, Secretary,
Shareholder, Subscriber
983 N. Collier Blvd.
Marco Island, FL 34145

Donald G. Childs
Vice-President, Treasurer,
Shareholder, Subscriber
983 N. Collier Blvd.
Marco Island, FL 34145

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of
Incorporation this 25th day of March, 2004.

Susan M. Willingham
Susan M. Willingham, President/Secretary
Donald G. Childs
Donald G. Childs, Vice-President/Treasurer

STATE OF FLORIDA
COUNTY OF COLLIER

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared **Susan M. Willingham** known to me and known by me to be the person who executed the forgoing articles of incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

Witness my hand and official seal in the state and county aforesaid this 25th day of March, 2004.

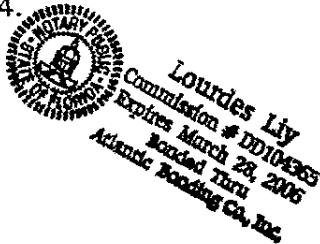


Lourdes Lij
Notary Public
Lourdes Lij
Printed Name

STATE OF FLORIDA
COUNTY OF COLLIER

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared **Donald G. Childs** known to me and known by me to be the person who executed the forgoing articles of incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

Witness my hand and official seal in the state and county aforesaid this 25th day of March, 2004.



Lourdes Lij
Notary Public
Lourdes Lij
Printed Name

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN
ARTICLES OF INCORPORATION OF
SUNCOAST TITLE OF S.W. FLORIDA, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LOURDES LIY, having a business office identical with the registered office of the corporation named above, and have been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent.



Lourdes Liy