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FRAZIER & FRAZIER

ATTORNEYS AT LAW
SUITE A
1515 RIVERSIDE AVENUE
JACKSONVILLE, FLORIDA 32204

W. ROBINSON FRAZIER

Writer's Email Address robfrazier@bellsouth.net

TELEPHONE (904) 353-5616 FACSIMILE (904) 353-5619

June 22, 2004

VIA UPS NEXT DAY AIR

Mr. Alan Crum, Document Specialist Division of Corporations Department of State 409 East Gaines Street Tallahassee, Florida 32399

Re: Reference Number: W04000023309

Dear Mr. Crum:

EFFECTIVE DATE

With reference to the incorporation of Atlantic Land Title of Jacksonville, Inc., I am enclosing two executed copies of Articles of Incorporation, together with Certificate Designating Registered Agent.

Next, we previously sent to you our check payable to the Secretary of State in the total amount of \$70.00 to cover the filing fee of \$35.00 and the Registered Agent's fee of \$35.00.

With respect to the commencement of corporate existence, please notice that Article II of the Articles of Incorporation specifies that the corporation's commencement of existence shall be the date of execution of the enclosed Articles of Incorporation.

I would greatly appreciate it if you would please affix your receiving stamp on the executed copy of the Articles of Incorporation and return same to me as an acknowledgment copy.

Thank you for your attention to this matter.

Very truly yours

W. Robinson Frazler

WRF:dbh Enclosures

cc: Mr. Richard J. Vinas (w/enclosure)



June 16, 2004

W. ROBINSON FRAZIER 1515 RIVERSIDE AVE. STE. A JACKSONVILLE, FL 32204

SUBJECT: ATLANTIC LAND TITLE, INC.

Ref. Number: W04000023309

We have received your document for ATLANTIC LAND TITLE, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6878.

Letter Number: 104A00040351

Alan Crum Document Specialist New Filings Section

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

ARTICLES OF INCORPORATION

OF

ATLANTIC LAND TITLE OF JACKSONVILLE, INC.

PILED FILED

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I.

The name of the corporation is Atlantic Land Title of Jacksonville, Inc.

ARTICLE II.

66-32-04

The duration of the corporation is perpetual, and the time of commencement of its corporate existence shall be the date of execution of these Articles of Incorporation.

ARTICLE III.

The general purposes for which the corporation is organized are:

- (1) To engage in any trade or business which can, in the opinion of the Board of Directors of the corporation, be advantageously carried on in connection with or auxiliary to the business.
- (2) To acquire by lease, purchase, gift, devise, contract, concession or otherwise, and to hold, own, develop, control, manage, or otherwise turn to account, mortgage, grant, sell, exchange, convey, or otherwise dispose of, wherever situated, within or without the State of Florida, any and all real estate, lands, options, concessions, grants, land patents, franchises, rights, privileges, easements, tenements, estates, hereditaments, interests and properties of every kind, nature and description whatsoever.
- (3) To manufacture, purchase, or otherwise acquire, hold, own, sell, assign, transfer, lease, exchange, invest in, mortgage, pledge, or otherwise encumber or dispose of and generally deal in and trade in and with, both within and without the State of Florida, and in any part of the world, goods, wares, merchandise and property of every kind, nature and description.

- (4) To enter into, make and perform contracts of every kind and description with any person, firm, association, or corporation, municipality, body politic, country, territory, estate, government, or colony or dependency thereof.
- (5) To acquire, and to make payment thereof in cash or the stock or bonds of the corporation or by undertaking or assuming the obligations and liabilities of the transferor, or in any other way, the goodwill, rights and property, the whole or any part of the assets, tangible or intangible, and to undertake or assume the liabilities of any person, firm, association or corporation, to hold or in any manner dispose of the whole or any part of the property so purchased; to conduct in any lawful manner the whole or any part of the business so acquired and to exercise all of the powers necessary or convenient for the conduct and management thereof.
- (6) To transact any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act, Chapter 607, of the Florida Statutes Annotated.

IN GENERAL, to do any or all things herein set forth to the same extent as natural persons might or could do and in any part of the world, as principals, agents, contractors, trustees, or otherwise, within or without the State of Florida, either alone or in concert with others, and to carry on any other business in connection therewith, whether manufacturing or otherwise, and to do all things not forbidden by the laws of the State of Florida.

ARTICLE IV.

The aggregate number of shares which the corporation is authorized to issue is 10,000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$.10 per share.

ARTICLE V.

The street address of the initial registered office of the corporation is 1515 Riverside Avenue, Suite A, Jacksonville, Florida 32204, and the name of its initial registered agent at such address is W. Robinson Frazier.

ARTICLE VI.

The mailing address of the corporation is 6903 Merrill Road, Jacksonville, Florida 32277.

ARTICLE VII.

The number of directors constituting the initial board of directors of the corporation is one (1). The number of directors may be increased or decreased from time to time by the by-laws but shall never be less than one (1).

The names and addresses of the initial director of this corporation are as follows:

NAME

ADDRESS

Richard J. Vinas

6903 Merrill Road Jacksonville, FL 32277

ARTICLE VIII.

The name and address of the incorporator are as follows: Richard J. Vinas, 6903 Merrill Road, Jacksonville, Florida 32277.

ARTICLE IX.

No contract or other transaction between the corporation and one or more of its directors or any other corporation, firm, association, or entity in which one or more of its directors or officers are financially interested, shall be either void or voidable because of such relationship or interest or because such director or directors are present at the meeting of the board of directors or a committee thereof which authorizes, approves, or ratifies such contract or transaction or because his or her votes are counted for such purposes, if:

- (a) The fact of such relationship or interest is disclosed or known to the board of directors or committee which authorizes, approves, or ratifies the contract or transaction by a vote or consent sufficient for the purpose without counting the votes or consents of such interested directors; or
- (b) The fact of such relationship or interest is disclosed or known to the stockholders entitled to vote and they authorize, approve, or ratify such contract or transaction by vote or written consent; or
- (c) The contract or transaction is fair and reasonable as to the corporation at the time it is authorized by the board, a committee, or the stockholders.

ARTICLE X.

There shall be no power to levy any assessment on any shares of the stock of this corporation.

EXECUTED by the undersigned at Jacksonville, Duval County, Florida, on this 22^{nd} day of June, 2004.

Richard J. Vivas, Incorporator

STATE OF FLORIDA)

COUNTY OF DUVAL)

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared RICHARD J. VINAS, who is personally known to me and who is known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County last aforesaid, this 22^{nd} day of June, 2004.

Delores B. Hanagriff

Notary Public, State of Florida

at Large

My commission expires:

Delores B. Hanagriff
Commission # DD265870

(SEAL)

Expires December 9, 2007

Bonded Troy Fam - Insurance, Inc. 800-385-7019

Page 4 of 5

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 FLORIDA STATUTES SECTION 48.091

In pursuance of Section 48.091, Florida Statutes, the following is submitted in compliance with said statute section

First: That Atlantic Land Title of Jacksonville, Inc., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at City of Jacksonville, Duval County, State of Florida, has named W. Robinson Frazier, 1515 Riverside Avenue, Suite A, Jacksonville, Florida 32204, as its agent to accept service of process within the state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said statute section relative to keeping open said office on this $22^{\rm nd}$ day of June, 2004.

W. Robinson Frazier

Agent