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August 4, 2005

Corporate Records Bureau Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re: Michael Torkos, P.A.

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation for the above-named corporation for filing with your office. Also enclosed is our check in the amount of \$78.75 covering the \$35.00 filing fee, \$35.00 for designation of registered agent and \$8.75 for a Certificate of Status. Please return the Certificate of Status and a stamped copy of the Articles of Incorporation to us in the enclosed self-addressed, stamped envelope.

Thank you for your assistance in this matter.

Cordially yours,

Carter A. Bradford

CAB:bac Enclosures

CC: Michael Torkos

ARTICLES OF INCORPORATION

OF

MICHAEL TORKOS, P.A.

Michael W. Torkos, the undersigned, the subscriber to these Articles of Incorporation, a natural person competent to contract, and duly licensed to render services as a real estate appraiser under the laws of the State of Florida, do hereby associate for profit, and present these Articles for the formation of a corporation under the Professional Services Corporation Act, Florida Statutes, Chapter 621, and other laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation shall be MICHAEL TORKOS, P.A.

ARTICLE II

GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is:

To engage in every phase and aspect of the business of rendering the same professional services to the public that a duly licensed real estate appraiser under the laws of the State of Florida is authorized to render, but such professional services shall be rendered only through officers, employees and agents who

are duly licensed under the laws of the State of Florida to practice real estate appraising therein.

To invest the funds of this corporation in real estate, mortgages, stocks, bonds or any other type of investment, and to own real and personal property necessary for the rendering of professional services.

To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of any of the purposes enumerated in these Articles of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of the corporation, and in general, either alone or in association with other corporations, firms, or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purposes or the attainment of the objects or the furtherance of such purposes or objects of this corporation.

To engage in any activity or business permitted under the laws of the United States and of this State.

The foregoing paragraphs shall be construed as enumerating both objects and purposes of this corporation; and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of this corporation otherwise permitted by law.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is Five Hundred (500) shares of common stock. None of the shares of this corporation may be issued to anyone other than an individual duly licensed to practice real estate appraising in the State of Florida.

The consideration to be paid for each share shall be fixed by the Board of Directors. Common stock of the corporation shall be issued as "small business corporation" stock in accordance with a plan or plans under the provisions of Section 1244 of the Internal Revenue Code of 1954.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 213 N. Mills Avenue, Orlando, Florida, 32801, and the name of the initial registered agent of this corporation at that address is Michael W. Torkos.

ARTICLE V

INITIAL DIRECTOR This corporation shall have one (1) director initially. The number of directors may be

increased or diminished from time to time by Bylaws adopted by the stockholders.

ARTICLE VI

SUBSCRIBER

The name and street address of the subscriber to these Articles of Incorporation is as follows: Michael W. Torkos, 213 N. Mills Avenue, Orlando, Florida, 32801.

ARTICLE VII

BUSINESS OPERATIONS

Except as otherwise provided by law: All business affairs of the corporation shall be conducted in compliance with general corporate practices which are characteristic of those ordinarily relating to business corporations; all shares of stock in the corporation shall be fully transferable; management of the corporation shall be vested in the Board of Directors; liability of shareholders shall be limited to their respective interests in the stock of the corporation; and the continuity of the corporation shall not be affected by death, disability, retirement or sale of stock by any one shareholder; provided, however, that this provision shall not prohibit the corporation, its employees or its stockholders from entering into such agreements relating to redemption of stock, other stock purchase arrangements, or other corporate plans available to business corporations.

ARTICLE VIII

AMENDMENT

This corporation reserves the right to amend, alter, change or repeal any provisions contained in this Certificate of .

Incorporation in the manner now or hereafter prescribed by statute.

ARTICLE IX

PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be: 213 N. Mills Avenue, Orlando, Florida, 32801.

ARTICLE X

COMMENCEMENT OF CORPORATE EXISTENCE

This corporation shall commence to exist on the execution and acknowledgment of these Articles of Incorporation.

IN WITNESS WHEREOF, I, the undersigned, being the original subscriber to these Articles of Incorporation, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of the State of Florida, do make and file this instrument hereby declaring and certifying that the facts herein stated are true and hereunto set my hand and seal this day of August, 2005.

Michael W. Torkos

STATE OF FLORIDA COUNTY OF ORANGE

The foregoing instrument was acknowledged before me, this $\cancel{\mu}$ of August, 2005 by Michael W. Torkos, who ($m{\kappa}$) is personally known to me or who () has produced _ identification.

Notary Public

Print Name:

My Commission Number:



ACCEPTANCE OF REGISTERED AGENT

Having been named in Article IV as Registered Agent and to accept service of process for this Corporation at the place designated in Article IV, 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.

Dated: August ______, 2005.