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FLORIDA PROFIT/NON PROFIT CORPORATION  
AMERICAN ASSURED APPRAISERS, INC.

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**ARTICLES OF INCORPORATION  
OF  
AMERICAN ASSURED APPRAISERS, INC.**

The undersigned, acting as sole incorporator, adopts these Articles of Incorporation and forms a profit corporation (the "Corporation") under the Florida Business Corporation Act (the "Act"), as follows:

**ARTICLE I  
NAME**

The name of the Corporation is AMERICAN ASSURED APPRAISERS, INC.

**ARTICLE II  
PRINCIPAL OFFICE**

The principal office and mailing address of the Corporation is 80 Micro Court, 3rd Floor, Markham, Ontario L3R 9Z5, Canada

**ARTICLE III  
PURPOSE**

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of Florida.

**ARTICLE IV  
CAPITAL STOCK**

The Corporation is authorized to issue 1,000 shares of \$0.01 par value common stock, which will be designated Common Stock.

**ARTICLE V  
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is Andrew L. McIntosh, Shumaker, Loop & Kendrick, LLP, 101 E. Kennedy Blvd., Suite 2800, Tampa, FL 33602.

**ARTICLE VI  
DIRECTORS**

The Corporation will have one (1) director initially. The number of directors may be increased or decreased from time to time as provided in the Bylaws of the Corporation, but the Corporation will always have at least one (1) director. The name and address of the initial director of the Corporation, who will serve until his successor is duly elected and qualified, is:

**Name:**  
Tom McCormick

**Address**  
80 Micro Court, 3rd Floor  
Markham, Ontario L3R 9Z5 Canada

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**ARTICLE VII**  
**OFFICERS**

The Corporation's initial officers shall be:

Tom McCormick                      President, Secretary and Treasurer

The Corporation may add or eliminate offices, and may elect or remove officers, from time to time as provided in the Bylaws of the Corporation.

**ARTICLE VIII**  
**INCORPORATOR**

The name and address of the incorporator signing these Articles of Incorporation is Andrew L. McIntosh, Shumaker, Loop & Kendrick, LLP, 101 E. Kennedy Blvd., Suite 2800, Tampa, Florida 33602.

**ARTICLE XI**  
**INDEMNIFICATION**

The Corporation will indemnify any director or officer or any former director or officer, to the fullest extent permitted by law.

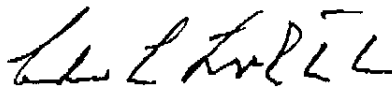
**ARTICLE X**  
**BYLAWS**

The power to adopt, alter, amend or repeal bylaws will be vested in the Corporation's Board of Directors.

**ARTICLE XI**  
**AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation effective as of April 15, 2016.

  
\_\_\_\_\_  
Andrew L. McIntosh, Incorporator

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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the relevant provisions of the Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida

1. The name of the Corporation is AMERICAN ASSURED APPRAISERS, INC.
2. The name and street address of the registered agent and office in the State of Florida are:

**Name:**

Andrew L. McIntosh

**Address**

Shumaker, Loop & Kendrick, LLP  
101 E. Kennedy Blvd., Suite 2800  
Tampa, FL 33602

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE NAMED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.



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Print Name: Andrew L. McIntosh

Dated: April 13, 2016