

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

P95000008699

RE: South Coast Title, Inc.

NAME _____
 FIRM _____
 ADDRESS _____
 PHONE (_____) _____
 Service Top Priority _____ Regular _____
 One Day Service Two Day Service
 To us via _____ Return via _____
 Matter No.: _____ Express Mail No. _____
 State Fee \$ _____ Our \$ _____

	C.C. FEE.	DISBURSED
Art. of Amend. File		
Dissolution/Withdrawal		
C U S -		
Fictitious Name File		
Name Reservation		
Annual Report/Reinstatement		
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, _____ Copies		
Courier Service		
Shipping/Handling		
Phone () _____		
Top Priority		
Express Mail Prep.		
FAX () _____ pgs.		
SUBTOTALS		

FEB 2 1995 BSB

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE _____	_____	_____	_____
TIME _____	_____	_____	CK No. _____
BY <u>SW</u>	_____	_____	_____

WALK-IN Will Pick Up 2-2 11:00

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

**ARTICLES OF INCORPORATION
OF
SOUTH COAST TITLE, INC.**

FILED
95 FEB -2 AM 10: 11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporators of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

**ARTICLE I
NAME AND ADDRESS**

EFFECTIVE DATE
FEB 1 1995

The name of this corporation is SOUTH COAST TITLE, INC. The principal address of the corporation is 554 Coral Court, #302, Fort Walton Beach, Florida 32548.

**ARTICLE II
DURATION**

The period of its duration is perpetual.

**ARTICLE III
PURPOSE**

The purpose is to engage in any and all activities or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV
CAPITAL STOCK**

The aggregate number of shares of stock which the corporation shall have authority to issue shall be Ten thousand (10,000) shares of common stock of the par value of One (\$ 1.00) Dollar.

**ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT**

The name and address of the initial registered agent and office of this corporation is as follows:

Christopher P. Saxer, Esq.
Post Office Box 2379
25 Walter Martin Road, N. E.
Fort Walton Beach, Florida 32548

**ARTICLE VI
INITIAL BOARD OF DIRECTORS**

This corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one (1).

The name and address of the initial directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
1. P. EDWARD LOYLESS	554 Coral Court, #302 Fort Walton Beach, Florida 32548
2. E. BARRY DENMAN	554 Coral Court, #302 Fort Walton Beach, Florida 32548

**ARTICLE VII
INCORPORATORS**

The name and address of the incorporators signing these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
1. P. EDWARD LOYLESS	554 Coral Court, #302 Fort Walton Beach, Florida 32548
2. E. BARRY DENMAN	554 Coral Court, #302 Fort Walton Beach, Florida 32548

**ARTICLE VIII
INITIAL STOCK ISSUANCE**

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amount set opposite their names:

1. P. EDWARD LOYLESS	5,000 Shares
2. E. BARRY DENMAN	5,000 Shares

**ARTICLE IX
EFFECTIVE DATE**

These Articles of Incorporation for SOUTH COAST TITLE, INC. shall be effective the 1st day of FEB, 1995.

**ARTICLE X
BYLAW AMENDMENT**

The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the shareholders.

**ARTICLE XI
INDEMNIFICATION**

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

**ARTICLE XII
INFORMAL ACTION OF DIRECTORS**

If all the directors collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the board of directors.

**ARTICLE XIII
AMENDMENT OF ARTICLES**

This corporation reserves the right to amend or repeal any provisions contained in the Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

**ARTICLE XIV
PRE-EMPTIVE RIGHTS**

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived

by any shareholder who does not exercise it and pay for the shares pre-empted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his pre-emptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

ARTICLE XV MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the directors of this corporation.

ARTICLE XVI DIRECTOR QUORUM AND VOTING

One hundred percent (100%) of the directors shall constitute a quorum for a meeting of the directors of this corporation. If a quorum is present, the affirmative vote of one hundred percent (100%) of the directors present or, if a director or directors have abstained from voting because of an interest in the matter to be voted upon, the affirmative vote of one hundred percent (100%) of the directors present and voting, shall be the act of the board of directors.

ARTICLE XVII DIRECTOR CONFLICT OF INTEREST

A. No contract or other transaction between a corporation and one or more of its directors, or between a corporation and any other corporation, firm, association or other entity, in which one or more of its directors are directors or officers, or are financially interested, shall be either void or voidable for this reason alone or by reason alone that such director or directors are present at the meeting of the board of directors or of a committee thereof which approves such contract or transaction, or that his or their votes are counted for such purposes:

1. if the fact of such common directorship, officership or financial interest is disclosed or known to the board or committee, and the board or committee approves such contract or transaction by vote sufficient for such purpose without counting the vote or votes of such interested director or directors; or

2. if such common directorship, officership or financial interest is disclosed or known to the shareholders entitled to vote thereon, and such contract or transaction is approved by vote of the shareholders; or

3. if the contract or transaction is fair and reasonable as to the corporation at the time it is approved by the board, committee or the shareholders.

B. Common or interested directors may be counted in determining the presence of a quorum at a meeting of the board of directors or of a committee which approves such contract or transaction.

ARTICLE XVIII MEETINGS BY CONFERENCE TELEPHONE

Members of the board of directors may participate in special meetings of the board of directors by means of conference telephone as provided by law, but regular meetings of the board of directors must be attended in fact in person by each director.

ARTICLE XIX BYLAWS

The corporation shall be governed by bylaws adopted by the shareholders.

ARTICLE XX AMENDMENT OF BYLAWS

The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the shareholders.

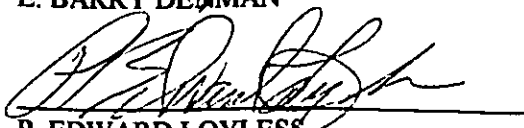
ARTICLE XXI SHAREHOLDER QUORUM AND VOTING

One hundred percent (100%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. If a quorum is present, the affirmative vote of one hundred percent (100%) of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

IN WITNESS WHEREOF, I have hereunto set my hand and seal and acknowledge I am filing the foregoing Articles of Incorporation under the laws of the State of Florida, this 15th day of FEB, 1995.



E. BARRY DENMAN

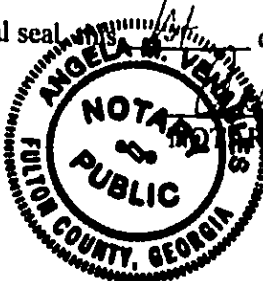


P. EDWARD LOYLES

STATE OF GEORGIA
COUNTY OF ~~FULTON~~ DEKALB

I HEREBY CERTIFY that before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared the above persons who are personally known to me, or who have produced _____ as identification, to be the persons named as subscribers in and to these Articles of Incorporation and who, after taking an oath, executed the foregoing Articles of Incorporation and acknowledged before me that the above named persons executed same for the uses and purposes therein expressed.

WITNESS my hand and official seal this _____ day of February, 1995.



Notary Public, Fulton County, Georgia
My Commission Expires April 10, 1995

ACCEPTANCE OF REGISTERED AGENT

I HEREBY ACCEPT the designation and appointment as initial registered agent for this corporation.

Christopher Paul Saxer
CHRISTOPHER P. SAXER, ESQ.

P95000008699

SMITH, GRIMSEY, BAUMAN, PINKERTON,
PETERMANN, SAKER & WELLS
ATTORNEYS AND COUNSELLORS AT LAW

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

25 WALTER MARTIN ROAD N.E.

P.O. BOX 2379

FORT WALTON BEACH, FLORIDA 32549

TELEPHONE (904) 243-6194

TELECOPIER (904) 664-5726

WALTER J. SMITH
JAMES W. GRIMLEY
STEVEN B. BAUMAN
DREW S. PINKERTON*
RICHARD P. PETERMANN**
CHRISTOPHER P. SAXER
KELVIN CLYDE WELLS

*BOARD CERTIFIED CRIMINAL TRIAL LAWYER
**ALSO ADMITTED IN ALABAMA

June 6, 1995

Secretary of State
Division of Corporation
P.O. Box 6327
Tallahassee, Florida 32314

000001509470
-06/09/95--01024--001
*****35.00 *****35.00

Re: South Coast Title, Inc.; Resignation of Director

Dear Sir or Madam:

Enclosed is the original Affidavit of Resignation of Officer and/or Director and Resignation signed by my client, E. Barry Denman. Also enclosed is the filing fee for same. Please file these documents, and update this file to accurately reflect this current change.

Please feel free to contact me should you have any questions or concerns. Until then, I remain

Very truly yours,


Christopher P. Saxer, Esq.

CPS/bjl

Enclosures as stated

cc: Lisa Horn

SH 6/14

Officer/Director Resig.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN -8 AM 9:13

AFFIDAVIT OF RESIGNATION OF OFFICER AND/OR DIRECTOR

**STATE OF GEORGIA
COUNTY OF DEKALB**

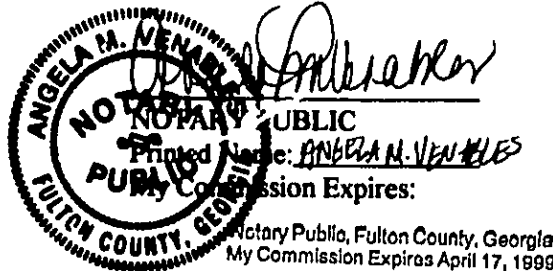
I, E. BARRY DENMAN, after being duly sworn, state that to the best of my knowledge, information and belief, and under the penalties of perjury, the following is true and correct:

I, E. BARRY DENMAN, hereby resign as Director and President of South Coast Title, Inc., a Florida corporation;

That the corporation has been notified in writing of the resignation.


E. BARRY DENMAN

SWORN TO and subscribed before me this 30 day of March, 1995.



FILING FEE IS \$35.00

DIVISION OF CORPORATION, P.O. BOX 6327, TALLAHASSEE, FL 32314

**FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN -8 AM 9:13**

RESIGNATION
SOUTH COAST TITLE, INC.

I, E. Barry Denman, the undersigned Director and President, of South Coast Title, Inc. hereby tender my resignation effective as of March 30, 1995.

Further, I hereby authorize the transfer of my 5,000 shares to P. Edward Loyless and so authorize, Christopher P. Saxer, Esq., to effectuate said transfer forthwith, showing same on the books of the corporation.

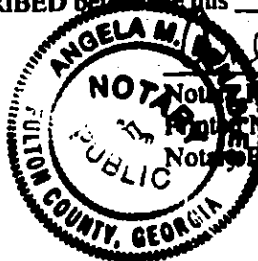
DATED this 30 day of March 1995



E. BARRY DENMAN

STATE OF GEORGIA
COUNTY OF DEKALB

BEFORE ME, personally appeared, E. BARRY DENMAN, to me well known to be the person described in or who produced _____ as identification, and who executed the foregoing Affidavit of Resignation of Officer and/or Director, and he acknowledged to me that he executed said instrument for the purposes therein expressed.

SWORN AND SUBSCRIBED before me this _____ day of _____, 1995




Notary Public
Print Name: ANGELA M. VENABLES
Notary Expires: _____
Notary Public, Fulton County, Georgia
My Commission Expires April 17, 1999

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN - 8 AM 9:13

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM.

APPLICATION
FOR
REINSTATEMENT



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State

DIVISION OF CORPORATIONS

FILED

96 NOV -7 AM 8:25

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # **P95000008699**

1. Corporation Name

SOUTH COAST TITLE, INC.

Principal Place of Business

**554 CORAL CT #302
FT WALTON BEACH FL 32548**

Mailing Address

**354 CORAL CT #302
FT WALTON BEACH FL 32548**

If above addresses are incorrect in any way, line through incorrect information and enter correction below.

2. New Principal Office Address, If Applicable

3. New Mailing Office Address, If Applicable

Suite, Apt. #, etc.

324 N. Eglin Parkway

City & State

Fort Walton Beach, FL

Zip

32548

Country

USA

Suite, Apt. #, etc.

324 N. Eglin Parkway

City & State

Ft. Walton Beach, FL

Zip

32548

Country

USA

REINSTATEMENT

4. Date Incorporated or Qualified
To Do Business in Florida

02/01/1995

5. FEI Number

59-3291024

Applied For

Not Applicable

6. CERTIFICATE OF STATUS DESIRED ☐

7. Names and Street Addresses of Each Officer and/or Director (Florida non-profit corporations must list at least 3 directors)

1 Title(s)	2 Name of Officers and/or Directors	3 Street Address of Each Officer and/or Director (Do NOT Use Post Office Box Numbers)	4 City / State / Zip
D	LOYLESS, P. EDWARD	554 CORAL CT #302	FT WALTON BEACH FL 32548

500002005145--3

11/14/96 01106 008

*****\$375.00 ***\$375.00**

8. Name and Address of Current Registered Agent

**SAXER, CHRISTOPHER P
25 WALTER MARTIN RD NE
FT WALTON BEACH FL 32548**

9. Name and Address of New Registered Agent

Name

Street Address (P.O. Box Numbers Not Acceptable)

Suite, Apt. #, Etc.

City

State
FL

Zip Code

10. I, being appointed the registered agent of the above named corporation, am familiar with and accept the obligations of Section 607.0505, F.S.

Signature of
Registered Agent

Christopher P. Saxer

REGISTERED AGENT MUST SIGN

Date **5 November 96**

11. Does this corporation pay any intangible tax to the
Dept. of Revenue under S. 199.032, Florida Statutes. Yes ☐ No ☒

(See other side for information
on intangible tax.)

12. I certify that I am an officer or director or the receiver or trustee empowered to execute this application as provided for in chapter 307 or 617, F.S. I further certify that when filing this reinstatement application, the reason for dissolution has been eliminated, the corporate name satisfies the requirements of section 607.0401 or 617.0401, F.S., that all fees owed by the corporation have been paid and the names of individuals listed on this form do not qualify for an exemption under section 119.07(3)(b), F.S. The information indicated on this application is true and accurate, and my signature shall have the same legal effect as if made under oath.

SIGNATURE:

P. Edward Loyless
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

11/5/96 (904) 863-3566
Telephone #