

Law Offices

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Of Counsel

EUGENE E. SHUEY, P.A.
Florida Certified Real Estate Attorney

P95000046026

June 5, 1995

Florida Department of State
DIVISION OF CORPORATIONS
Post Office Box 6327
Tallahassee, Florida 32314

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-06/03/95--01087--001
****122.50 ****122.50


RE: P&G TITLE COMPANY

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-referenced corporation. Please file the original and return the stamped copy to my attention at your earliest convenience. Payment in the amount of \$122.50 representing the filing fees is also enclosed.

Should you have any questions, please call my office at the above number.

Sincerely yours,


JAMES F. MILLER
JFM:npv

JUN 14 1995 BSB

Enclosures

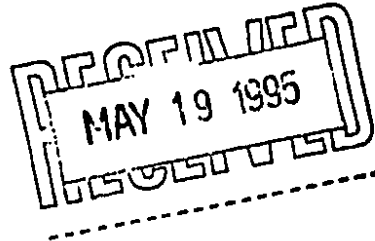
FILED
95 JUN -9 AM 11:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 16, 1995

JAMES F. MILLER, ESQ.
MILLER & WOODS, P.A.
1400 CENTREPARK BLVD., STE. 860
WEST PALM BEACH, FL 33401



The name P & G TITLE COMPANY has been reserved for 120 days beginning May 16, 1995. The reservation number is R95000002162 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lantham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Trevor Brumbley

Letter number: 695A00025054

ARTICLES OF INCORPORATION
OF
P&G TITLE COMPANY

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95 JUN -9 AM 11:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, FOR PURPOSES OF FORMING A CORPORATION UNDER THE FLORIDA GENERAL CORPORATION ACT, HEREBY ADOPT THE FOLLOWING ARTICLES OF INCORPORATION:

ARTICLE I - NAME

The name of this corporation is P&G Title Company.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the corporation shall have to issue is 1,000, all of which shall be common shares with par value of \$1.00.

ARTICLE V - PREEMPTIVE RIGHTS GRANTED

Each shareholder of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1400 Centrepark

Bld., Suite 860, West Palm Beach, FL 33401, and the name of the initial registered agent of this corporation at that address is James F. Miller.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have 1 director constituting the initial board of directors. The number of directors may be either increased or decreased from time to time by the By-Laws. The names and addresses of the initial board of directors of this corporation are:

James F. Miller 1400 Centrepark Blvd., Suite 860, West Palm Beach, FL 33401

ARTICLE VIII - INCORPORATORS

The name and address of each person signing these Articles is:

James F. Miller 1400 Centrepark Blvd., Suite 860, West Palm Beach, FL 33401

ARTICLE IX - INDEMNIFICATION

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

ARTICLE X - AMENDMENT

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

ARTICLE XI - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of

Incorporation this 30th day of MAY, 1995.

James F. Miller
James F. Miller

STATE OF FLORIDA
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day, before me an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, appeared JAMES F. MILLER to me known to be the person(s) identified herein [personally known by me] or [who produced as identification in the form of _____] and who executed the foregoing instrument and he acknowledged before me that he executed the same and who [did] [did not] take an oath.

WITNESS my hand and official seal in the County and State aforesaid this 30th day of MAY, 1995.



NANCY P. VOLPI
MY COMMISSION # CC436055 EXPIRES
January 30, 1999
BONDED THRU TROY FAIN INSURANCE, INC.

Nancy P. Volpi
Notary Public, State of Florida at Large
My Commission Expires: 1/30/99

[Notary Seal]

Type or Print Notary Name: Nancy P. Volpi

STATE OF FLORIDA
DEPARTMENT OF STATE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED

P&G TITLE COMPANY, DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT 1400 CENTREPARK BLVD., SUITE 860, WEST PALM BEACH, FL 33401, HAS NAMED JAMES F. MILLER AS REGISTERED AGENT, LOCATED AT 1400 CENTREPARK BLVD., SUITE 860, WEST PALM BEACH, FL 33401, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

Signature of Incorporator

Dated: 5/30/95

ACCEPTANCE

THE UNDERSIGNED, HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE CERTIFICATE, HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER PERFORMANCE OF MY DUTIES.

Signature of Registered Agent

Dated: 5/30/95