

DAY and MEADE, P.A.  
ATTORNEYS AT LAW

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GEORGE E. DAY  
TIMOTHY I. MEADE

January 17, 1996

Corporate Records Bureau  
Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, FL 32301

Re: Incorporation of: **National Appraisal Services  
of Northwest, Florida, Inc.**

Dear Sir:

Enclosed please find the original and one copy of the Articles of Incorporation along with the Certification of Designation of Resident Agent. Also enclosed is a check in the amount of \$122.50 for filing these papers.

Please return the certified copy of the Articles of Incorporation to this office.

Thank you in advance for your assistance and cooperation in this matter.

Sincerely yours,

*Rosalie A. Bryan*  
Rosalie A. Bryan  
Secretary for  
George E. Day  
Attorney at Law

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-01/22/96--01097--010  
\*\*\*\*122.50 \*\*\*\*122.50

GED: rb  
Enclosures: a/s

JAN 25 1996

BSB

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

96 JAN 22 PM 4:19

FILED

**ARTICLES OF INCORPORATION**  
**OF**  
**NATIONAL APPRAISAL SERVICES OF NORTHWEST FLORIDA, INC.**

**FILED**  
96 JAN 22 PM 4:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act hereby adopt the following Articles of Incorporation.

**ARTICLE ONE**

The name of the corporation is **National Appraisal Services of Northwest Florida, Inc.**

**ARTICLE TWO**

The term of existence of the corporation is perpetual.

**ARTICLE THREE**

To perform any corporation function not prohibited by law. The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

**ARTICLE FOUR**

This corporation is authorized to issue one hundred (100) shares, all of which shall be common shares with no par value at one dollar (\$1.00) per share.

#### **ARTICLE FIVE**

Each shareholder of the outstanding capital 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 conveying a right to subscribe to or to acquire shares of any such unissued or treasury shares.

#### **ARTICLE SIX**

The street address of the initial principal office of the corporation is 80 Beal Parkway, North, Fort Walton Beach, Florida, 32548 and the name and address of the initial registered agent is John Robert Franklin, 80 Beal Parkway, North, Ft. Walton Beach, Florida, 32548.

#### **ARTICLE SEVEN**

The corporation existence shall commence on the filing date.

#### **ARTICLE EIGHT**

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders.

#### **ARTICLE NINE**

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 TEN**

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

#### **ARTICLE ELEVEN**

The Board of Directors of the corporation shall consist of one (1) director. The name and address of the first Board of Directors is:

John Robert Franklin  
80 Beal Parkway, North  
Ft. Walton Beach, Florida 32548

#### **ARTICLE TWELVE**

This corporation via the Board of Directors reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

#### **ARTICLE THIRTEEN**

The name and address of the incorporator is:

John Robert Franklin  
80 Beal Parkway, North  
Ft. Walton Beach, Florida 32548

IN WITNESS WHEREOF, I have subscribed my name this the 17<sup>th</sup>  
day of JANUARY, 1996.

John Robert Franklin  
JOHN ROBERT FRANKLIN

STATE OF FLORIDA  
COUNTY OF OKALOOSA

On the 17<sup>th</sup> day of JANUARY, 1996, before me, a Notary  
Public, the undersigned officer personally appeared JOHN ROBERT  
FRANKLIN, the individual described in and who executed the same  
for the purposes and uses therein expressed.

Witness my hand and official seal on the 17<sup>th</sup> day of  
JANUARY, 1996.

Charles P. Byron  
NOTARY PUBLIC

Personally known ✓  
Furnished identification

**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.

First - that **NATIONAL APPRAISAL SERVICES OF NORTHWEST, FLORIDA, INC.** is desiring to organize to qualify under the laws of the State of Florida, with its principal place of business at 80 Beal Parkway, North, Fort Walton Beach, Florida, 32548, with **JOHN ROBERT FRANKLIN** as agent to accept service of process within Florida.

  
**JOHN ROBERT FRANKLIN**

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
**JOHN ROBERT FRANKLIN**

**FILED**  
96 JAN 22 PM 4:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA