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FLORIDA DIVISION OF CORPORATIONS

REGISTERED MAILING COVER SHEET

DIVISION OF CORPORATIONS

FROM EMPLOYEES CORPORATE KIT COMPANY

STATE OF FLORIDA

149 W. FLORIDA

SUITE 200

409 N. GUNES STREET

MIAMI FL 33135-

TALLAHASSEE, FL 32399

CONTACT: RAY STORMONT

PHONE: (305) 541-3694

FAX: (305) 541-3770

FAX: (904) 922-4000

((H96000000737))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: BANKERS TITLE & TRUST CORPORATION

FAX AUDIT NUMBER: H96000000737

CURRENT STATUS: REQUESTED

DATE REQUESTED: 01/16/1996

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FILED  
96 FEB 27 PM 12:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*7/6/97*  
RECEIVED  
61-8 JAN 16 PM 3:19



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
**Secretary of State**

January 17, 1996

**EMPIRE CORPORATE KIT COMPANY**

**MIAMI, FL**

**SUBJECT: BANKERS TITLE & TRUST CORPORATION**  
**REF: W96000001246**

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Written approval and clearance of the terms BANK, BANKER, BANC, BANKING, TRUST COMPANY, BANCSHARES, SAVINGS & LOAN ASSOCIATION, SAVINGS BANK, or CREDIT UNION must be obtained from the Division of Banking and Finance, pursuant to section 655.922(2a), Florida Statutes. The address is:

Division of Banking  
Director's Office  
Suite 1401, The Capitol  
Tallahassee, FL 32399-0350  
(904) 488-1111.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole  
Corporate Specialist

FAX Aud. #: H96000000737  
Letter Number: 196A00002093

OFFICE OF COMPTROLLER  
DEPARTMENT OF BANKING AND FINANCE  
STATE OF FLORIDA  
TALLAHASSEE  
32399-0330

ROBERT F. MILLIGAN  
COMPTROLLER OF FLORIDA

February 26, 1996

Roddy Nuriell, Esq.  
Attorney at Law  
818 Middle River Drive  
Suite 214  
Ft. Lauderdale, FL 33304

Re: "Bankers Title & Trust Corporation"

Dear Mr. Nuriell:

On January 22, 1996, the Division of Banking received your request for clearance to use the above-mentioned corporate name. This request was noticed in the Florida Administrative Weekly beginning February 2, 1996, for 21 days until February 23, 1996, for public comment.

Section 658.922(2)(a), Florida Statutes, states in pertinent part as follows:

(2)(a) No person other than a bank shall, in this state:

1. Transact business under any name the Division of Banking received your request for clearance to use the above-mentioned corporate name. This request was or title which contains the word "bank," "banking," or "trust company," or words of similar import, in any context or in any manner; or
2. Use any name, word, sign, symbol, or device in any context or in any manner; or
3. Circulate or use any letterhead, billhead, circular paper or writing of any kind, or otherwise advertise or represent in any manner, which indicates or reasonably implies that the business being conducted or advertised is the kind or character of business transacted or conducted by a bank or trust company or which is likely to lead any person to believe that such business is that of a bank or trust company.

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February 26, 1988  
Page Two

It is the opinion of this Department that your corporate name is definitive enough to differentiate the business being conducted from that of a commercial bank or trust company. Therefore, the Department is able to grant your request for approval of the corporate name, "Bankers Title & Trust Corporation".

Sincerely,



Wm. Douglas Johnson  
Assistant Director  
Division of Banking  
Suite 1401, The Capitol  
Tallahassee, FL 32399-0360  
(904) 488-1111

:kr

cc: Ms. Karon Bayer, Chief  
Bureau of Corporate Records  
Division of Corporations  
Secretary of State's Office

496 000000737

FILED

96 FEB 27 PM 12:22

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

(4)

**ARTICLES OF INCORPORATION  
OF  
BANKERS TITLE & TRUST CORPORATION**

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

**ARTICLE I : NAME**

The name of the corporation shall be

**BANKERS TITLE & TRUST CORPORATION**

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96 FEB 27 PM 12:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE II : PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be

915 Middle River Drive  
Suite 309  
Ft. Lauderdale, FL 33304

**ARTICLE III : CAPITAL STOCK**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares having \$1.00 par value.

PREPARED BY:  
Eddie Nurieli  
915 Middle River Dr. #214  
Ft. Lauderdale, FL 33304  
305-564-9291  
FIBAR NO. 889040

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**ARTICLE IV : INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent is

Ariel Nurieli  
915 Middle River Drive  
Suite 309  
Ft. Lauderdale, FL 33304

**ARTICLE V : INCORPORATOR**

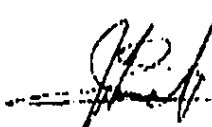
The name and street address of the incorporator of these Articles of Incorporation is

Eddie Nurieli, Esq.  
915 Middle River Drive  
Suite 214  
Ft. Lauderdale, FL 33304

**ARTICLE VI : OFFICERS**

The names and address of the officer and director of the corporation is Eddie Nurieli, President, and Ariel Nurieli, Vice President/ Secretary, 915 Middle River Drive, Suite 309, Ft. Lauderdale, FL 33304

The undersigned has executed these Articles of Incorporation this 12th day of January, 1996.

  
\_\_\_\_\_  
Signature/Title

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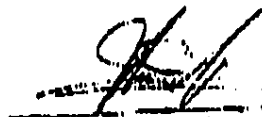
# **CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent, in the State of Florida.

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1. The name of the corporation is:  
**BANKERS TRUST & TRUST CORPORATION**
2. The name and address of the registered agent and office is:

**Arlei Nurieli**  
**915 Middle River Drive**  
**Suite 309**  
**Ft. Lauderdale, FL 33304**

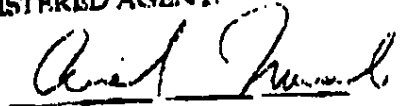
  
 \_\_\_\_\_  
 (corporate officer)  
 \_\_\_\_\_  
 Title  
 \_\_\_\_\_  
 Date 1/12/96

SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

95 FEB 27 PM 12:22

FILED

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED 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 PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

  
 \_\_\_\_\_  
 SIGNATURE  
 \_\_\_\_\_  
 DATE 1/12/96

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**EDDIE NURIELI**  
ATTORNEY AT LAW

915 Middle River Drive  
Suite 214  
Ft. Lauderdale, FL 33304  
Tel. (305) 564-9291  
Fax. (305) 564-5725

Admitted in Florida  
Admitted in New York

20 Vesey Street  
Suite 505  
New York, N.Y. 10007  
Tel. (212) 267-3550  
Fax. (212) 267-3803

Please Reply to  
Florida Office

October 7, 1997

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

RE: Bankers Title & Trust Corp.

FILED  
OCT-8 AM 11:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
00000003149502-3  
-10/08/97-10/07/97-003  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Dear Sir/Madam:

Please find enclosed two original copies of the Articles of Amendment to the above captioned entity together with my check for the filing fees. Kindly file the same and send proof thereof to the undersigned.

Very truly yours,



EDDIE NURIELI

EN/ss  
encl.

*Amend*

VS OCT 16 1997



**ARTICLES OF AMENDMENT**

**OF**

**BANKERS TITLE & TRUST CORPORATION**

**FILED**  
**97 OCT -8 AM 11:00**  
**SECRETARY OF STATE**  
**TALLAHASSEE FLORIDA**

The undersigned director(s), for the purpose of amending the articles of incorporation under the Florida Business Corporation Act, hereby adopt(s) the following amendments to the Articles of Incorporation.

**ARTICLE I : NAME**

The name of the corporation is

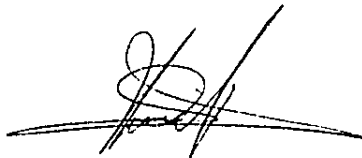
**BANKERS TITLE & TRUST CORPORATION**

**ARTICLE II : AMENDMENTS**

1. Amend to remove the name of ARIEL NURIELI who resides at 915 Middle River Drive, Suite 309, Ft. Lauderdale, FL 33304, as director and vice president/secretary of the Corporation.

Amendment adopted September 28, 1997.

Amendment was adopted by the board of directors without shareholder action. Shareholder action was not required pursuant to the provisions of Florida Statutes 607.1002.



**Eddie Nurieli**  
**President**

The undersigned has executed these Articles of Amendment this 28th day of September, 1997.



Eddie Nurieli / Director