

MIRKIN & WOOLF, P.A.

Attorneys at Law

Flagler Federal Tower - Suite 380
1700 Palm Beach Lakes Blvd.
West Palm Beach, Florida 33401
phone 407-687-4460
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February 21, 1996

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

000001724170
-02/26/96--01068--010
****122.50 ****122.50

Re: Articles of Incorporation

Gentlemen:

Enclosed for filing please find an original and one copy of Articles of Incorporation for Real Estate Associates Title Inc.

Also enclosed please find a check in the amount of \$122.50 to cover the filing fee and fee for a certified copy. Please mail the certified copy to me at the address above.

Thank you for your immediate attention to this matter.

Very truly yours,

MIRKIN & WOOLF, P.A.

Mark H. Mirkin/cm
Mark H. Mirkin
MHM/cmf

cc: Thomas K. Pierce, Esq.

96 FEB 26 AM 8:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00678
2/28/96
0067
7/1

**ARTICLES OF INCORPORATION
OF
REAL ESTATE ASSOCIATES TITLE INC.**

FILED
FEB 26 AM 8:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the Corporation shall be Real Estate Associates Title Inc. The principal place of business shall be 580 Village Blvd. #360, West Palm Beach, Florida 33409.

ARTICLE II. NATURE OF BUSINESS

The Corporation may engage in or transact all lawful activities or businesses permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The total number of shares of capital stock of all classes which the Corporation shall have authority to issue is one million (1,000,000) shares, \$0.01 par value per share, of which seven hundred fifty thousand (750,000) shares shall be of a class designated as "Voting Common Stock" and two hundred fifty thousand (250,000) shares shall be of a class designated as "Non-voting Common Stock". (Voting Common Stock and Non-voting Common Stock are hereinafter collectively referred to as "Common Stock".)

The designations, preferences, privileges and powers, and relative, participating, optional or other special rights and qualifications, limitations or restrictions of the Common Stock shall be identical in all respects, except that the Non-voting Common Stock shall have no voting power or voting rights with respect to any matter whatsoever, except as may be otherwise required by law.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the Corporation shall be c/o Mirkin & Woolf, P.A., 1700 Palm Beach Lakes Blvd. #580, West Palm Beach, Florida 33401 and the name of the initial registered agent of the Corporation at that address is Mark H. Mirkin, Esq.

ARTICLE V. TERM OF EXISTENCE

The Corporation shall exist perpetually.


ARTICLE VI. DIRECTORS

The Corporation shall have three (3) directors initially. The names and addresses of the initial members of the Board of Directors are James F. Miller, Esq., 1400 Centrepark Blvd. #860, West Palm Beach, Florida 33401, Thomas K. Pierce, Esq., 154 Seashore Dr., Jupiter, Florida 33477, and Christopher Castoro, 580 Village Blvd. #360, West Palm Beach, Florida 33409.

ARTICLE VII. INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are Mark H. Mirkin, Esq., 1700 Palm Beach Lakes Blvd. #580, West Palm Beach, Florida 33401.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 21st day of February 1996.


Mark H. Mirkin, Esq.

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

FILED
1967 FEB 25 AM 8:30
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

The following is submitted in accordance with the requirements of Chapter 48.091, Florida Statutes:

REAL ESTATE ASSOCIATES TITLE INC., desiring to organize under the laws of the State of Florida with its registered office address, as indicated in the Articles of Incorporation, as c/o Mirkin & Woolf, P.A., 1700 Palm Beach Lakes Blvd. #580, West Palm Beach, Florida 33401, has named MARK H. MIRKIN, ESQ. as its agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-stated Corporation at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of Chapter 48.091, F.S., relative to keeping open said office.



Mark H. Mirkin, Esq.

Law Offices

MILLER & WOODS, P.A.

1400 Centrepark Boulevard, Suite 860
West Palm Beach, Florida 33401

Telephone: 561-687-8100
Facsimile: 561-687-8103

JAMES P. MILLER
REGINALD G. STAMBOUGH
LES C. SHIELDS
THOMAS K. PIERCE*

Of Counsel

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

P960000018100

* Of Counsel

April 26, 1997

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

800002194848--6
-05/29/97--01070--021
*****45.00 *****45.00


RE: REAL ESTATE ASSOCIATES TITLE, INC.

Dear Sir or Madam:

Enclosed please find the original Articles of Amendment to Articles of Incorporation for the above-referenced corporation. Please file the original and return a Certificate of Status to my attention at your earliest convenience. Payment in the amount of \$45.00 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

Enclosures

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APPROVED
AND
FILED

APR 17 PM 2:25

Handwritten:
OK
497000013303
3Pgs
McArthur
to 17-97
to Carol Glai



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 6, 1997

MILLER & WOODS, P.A.
1400 CENTRE PARK BLVD., SUITE 860
WEST PALM BEACH, FL 33401

SUBJECT: REAL ESTATE ASSOCIATES TITLE INC.
Ref. Number: P96000018100

We have received your document for REAL ESTATE ASSOCIATES TITLE INC. and your check(s) totaling \$45.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The word "Initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

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) 487-6916.

Carol Mustain
Corporate Specialist

Letter Number: 097A00030657

ARTICLES OF AMENDMENT
To
ARTICLES OF INCORPORATION
Of
REAL ESTATE ASSOCIATES TITLE, INC.

Pursuant to the provisions of Section 607.1006, Florida Statutes, the undersigned Florida for-profit corporation adopts the following articles of amendment to its Articles of Incorporation.

1. Article I of the Articles of Incorporation of REAL ESTATE ASSOCIATES TITLE, INC., shall be amended to read: The name of the corporation is: EMERALD COAST TITLE COMPANY. The principal place of business shall be 1711 Worthington Road, Suite 202, West Palm Beach, Florida 33409.

2. Article VI of the Articles of Incorporation shall be amended to read: The Corporation shall have two (2) directors. The names and addressees of the members of the Board of Directors are James F. Miller, 1400 Centrepark Blvd., Suite 860, West Palm Beach, FL 33401 and Thomas K. Pierce, 154 Seashore Drive, Jupiter, FL 33477.

3. The date of adoption of the amendments was April 21, 1997.

4. Adoption of amendments: The amendments were adopted by the Board of Directors without Shareholder action as Shareholder action was not required.

Dated this 25th day of April, 1997.



James F. Miller, Director



Thomas K. Pierce, Director