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April 16, 1996

VIA FEDERAL EXPRESS

Attorneys' Title Insurance Fund, Inc.  
660 East Jefferson Street, Suite 200  
Tallahassee, FL 32301

*return to  
pick up*

Re: Ryan and Marks File No. GP-2452  
Hillyer & Associates, Inc.

300001784783  
-04/18/96--01001--027  
\*\*\*\*122.50 \*\*\*\*122.50

Dear Ladies and Gentlemen:

Please find enclosed the original, plus a copy, of the Articles of Incorporation. Also, please find enclosed our check payable to the Florida Department of State for the necessary filing expenses.

Please proceed to file the Articles of Incorporation, obtain and return by regular mail a certified copy of the Articles of Incorporation, leave us a phone message as to the date of incorporation and the charter document number, and bill your services to me on our regular account.

Thank you very much for your assistance in this matter.

Sincerely,

RYAN AND MARKS

*Bill Ryan*  
William B. Ryan, Jr.

WBR:mt

Enclosures

pc: Mr. Charles E. Hillyer, III  
Mr. Charles E. Hillyer, II

RECEIVED  
CORPORATION  
FBI 4:15  
96 APR 18 AM 9 06  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*SAS  
4/18/96*

ARTICLES OF INCORPORATION  
OF  
HILLYER & ASSOCIATES, INC.,  
A FLORIDA BUSINESS CORPORATION

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FILED  
96 APR 18 AM 9 06  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

**PREAMBLE:** These Articles of Incorporation were prepared in conformity with, and this corporation is organized under, the provisions of the Florida Business Corporation Act, Florida Statutes Chapter 007, effective July 1, 1990, as amended.

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**ARTICLE I**  
**NAME**

The name of this corporation shall be Hillyer & Associates, Inc., a Florida business corporation.

**ARTICLE II**  
**PRINCIPAL OFFICE**

The mailing address and the street address of the principal place of business of the corporation is:

**Street Address and Mailing Address**

126 State Road 13 North  
Jacksonville, Florida 32259

**ARTICLE III**  
**CAPITAL STOCK**

The aggregate number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1,000 shares of common, voting stock.

**ARTICLE IV**  
**TERM OF EXISTENCE**

The existence of this corporation begins as of the time that these Articles are accepted for filing by the Florida Department of State. This corporation is to exist perpetually.

**ARTICLE V**  
**OFFICERS AND DIRECTORS**

The Board of Directors of this corporation must consist of one or more individuals. The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is (are) elected, is (are):

**POSITION(S) HELD**

**NAME AND ADDRESS**

President/Secretary/Treasurer/Director

Charles E. Hillyer, II  
4521 Wandering Oaks Drive  
Jacksonville, Florida 32257

Vice-President/Director

Charles E. Hillyer, III  
104 Cypress Landing  
Jacksonville, Florida 32259

**ARTICLE VI**  
**INCORPORATOR(S)**

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

Charles E. Hillyer, III  
126 State Road 13 North  
Jacksonville, Florida 32259

**ARTICLE VII**  
**DESIGNATION OF REGISTERED AGENT AND REGISTERED OFFICE**

The name and address of the registered agent and registered office for this corporation are:

Charles E. Hillyer, III  
126 State Road 13 North  
Jacksonville, Florida 32259

**ARTICLE VIII**  
**NOTICES**

All notices required by Florida Statutes Chapter 607, including notices to shareholders and directors, may be in writing or in any other mode (including oral) of communications permitted by Florida Statutes Chapter 607, or the By-laws of this corporation.

**ARTICLE IX**  
**BY-LAWS**

At the organizational meeting of this corporation, the directors named in these Articles, or their successors in office, shall adopt the initial by-laws. By-laws may be adopted, amended, or repealed, as provided by Florida Statutes, Chapter 607, or the by-laws themselves.

**ARTICLE X**  
**PURPOSE AND POWERS OF THIS CORPORATION**

This corporation is organized for the purpose of transacting any and all lawful business. This corporation shall have all the powers now existing or hereafter given to it by any applicable jurisdiction, including, but not limited to, all powers given by Florida Statutes, Chapter 607.

**ARTICLE XI**  
**PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new capital stock of this corporation of the same kind, class, or series, as the case may be, as that which he/she already holds, shall have the right to purchase his/her prorata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE XII**  
**AMENDMENTS**

The procedure for proposing and adopting amendments to these Articles of Incorporation shall be as provided by Florida Statutes, Chapter 607.

**ARTICLE XIII**  
**TAXATION**

This corporation shall be entitled to make elections or adopt plans from time to time as provided by Federal, State, or local tax laws and regulations.

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this 15th day of April, 1998.

  
Charles E. Hillyer, III

**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

I, Charles E. Hillyer, III, having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation, 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, and I accept the duties and obligations of Section 607.0505, Florida Statutes.

  
Charles E. Hillyer, III

Date: April 15, 1998

FILED  
98 APR 18 AM 9:06  
CLERK OF STATE  
TALLAHASSEE, FLORIDA