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Olivia M. Kendrick
Certified Legal Assistant

July 23, 1996

VIA FEDERAL EXPRESS

Corporate Information Products
ATTORNEYS' TITLE INSURANCE FUND, INC.
Leon Branch/Attn: Jenna Ekland
660 E. Jefferson Street, Suite 200
Tallahassee, Florida 32301

Return to
P.O. ASAP

400001903454
-07/24/96--01070--024
*****78.75 *****78.75

Re: **R & L ASSET MANAGEMENT, INC.**, a Florida corporation - Articles of
Incorporation/Fund No. 15094

Dear Jenna:

Please find enclosed Articles of Incorporation for **R & L ASSET MANAGEMENT, INC.**, a
Florida corporation. Please file these upon receipt, there is an extra copy of the documents for stamping
and return by your regular route. This must be filed upon receipt.

Please find enclosed this firm's check in amount of \$78.75 for secretary of state fees and a
Certificate of Good Standing. Please bill us for your fee for processing this incorporation filing.

Please call upon filing of the enclosed documentation with the document number. Also, call if
you have any problem with accomplishing the filing of this incorporation upon receipt.

Sincerely,

Lois M. Kasischke

Lois M. Kasischke, Legal Assistant to
Drennen L. Whitmire, Jr.

DMC
7.24.96

DLW/lmk
Enclosures as stated

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 JUL 24 PM 12:41

FILED

ARTICLES OF INCORPORATION
OF
R & L ASSET MANAGEMENT, INC.,
a Florida corporation

FILED
95 JUL 24 PM 12:41
SEC. OF STATE
TALLAHASSEE, FLORIDA

Article I

Name

The name of the corporation is R & L ASSET MANAGEMENT, INC.

Article II

Duration

This corporation shall have a perpetual existence.

Article III

Purpose

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

Article IV

Capital Stock

This corporation is authorized to issue 1,000 shares of ONE DOLLAR (\$1.00) par value common stock.

Article V

Initial Registered Office and Agent

The initial registered office of this corporation is 8640 Thousand Pines Court, West Palm

Beach, Florida 33406, and the registered agent of this corporation is David R. Rigell. The mailing address of this corporation and the street address of this corporation is 8640 Thousand Pines Court, West Palm Beach, FL 33406.

Article VI

Initial Board of Directors

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1). The name and address of the initial directors of this corporation is:

<u>Name</u>	<u>Address</u>
David R. Rigell	8640 Thousand Pines Court West Palm Beach, FL 33406
Charles E. Leal	207 Body Court Jupiter, FL 33477

Article VII

Incorporator

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

<u>Name</u>	<u>Address</u>
David R. Rigell	8640 Thousand Pines Court West Palm Beach, FL 33401

Article VIII

Powers

This corporation shall have all of the corporate powers enumerated in the Florida

Business Corporation Act.

Article IX

Indemnification

This corporation shall indemnify its officers and directors, and may indemnify its employees and agents, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, from and against any and all of the expenses or liabilities incurred in defending a civil or criminal proceeding, or other matters referred to in or covered by said provisions, including advancement of expenses prior to the final disposition of such proceedings and amounts paid in settlement of such proceedings. The indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of shareholders or disinterested directors or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding such office. Such indemnification shall continue as to a person who has ceased to be a director, officer, employee or agent, and shall inure to the benefit of the heirs and personal representatives of such a person. An adjudication of liability shall not affect the right to indemnification for those indemnified.

Article X

Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder(s) is subject to this reservation.

Article XI

Bylaws

The Bylaws may be adopted, altered, amended, or repealed by either the shareholders or the Board of Directors, but the Board of Directors may not amend or repeal any Bylaw adopted by shareholders if the shareholders specifically provide such Bylaw is not subject to amendment or repeal by the directors.

Article XII

Beginning of Corporate Existence

The date when corporate existence shall begin shall be the date of filing of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 23rd day of July, 1996.



DAVID R. RIGELL
Incorporator

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 23rd day of July, 1996, by DAVID R. RIGELL, who is personally known to me or who presented a Florida drivers license and who did not take an oath.

OFFICIAL NOTARY SEAL
DRENNEN L. WHITMIRE JR.
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC 511731
MY COMMISSION EXP. DEC. 3, 1999
(NOTARIAL SEAL)


NOTARY PUBLIC

Printed Name of Notary: _____

Commission No.: _____

Commission Expiration: _____

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

FILED

96 JUL 24 PM 12:41

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.050, and 48.091, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: R & L ASSET MANAGEMENT, INC.
2. The name and address of the registered agent and office is:

DAVID R. RIGELL

(NAME)

8640 THOUSAND PINES COURT

(STREET ADDRESS)

WEST PALM BEACH, FLORIDA 33406

(CITY/STATE/ZIP)


DAVID R. RIGELL

TITLE Incorporator

DATE July 23, 1996

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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.0505, FLORIDA STATUTES.


DAVID R. RIGELL

DATE July 23, 1996

R&LAsactmgmt.art