

1201 HAYS STREET

JACKSONVILLE, FL 32202

800-342-8086

CSC networks

PRESTIGE HALL
TITLE & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 025289 89196A

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pizutto

ORDER DATE : July 19, 1996

ORDER TIME : 10:09 AM

ORDER NO. : 025289

CUSTOMER NO: 89196A

CUSTOMER: Ms. Dickie Bratzel
INLET TITLE COMPANY, INC.

800001889098

316 Canal Street

New Smyrna Beach, FL 32168

DOMESTIC FILING

NAME: TO AND FRO, INC. OF VOLUSIA
COUNTY

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kathy Drake

EXAMINER'S INITIALS:

615-611-

W916-15136

534-634

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL 19 AM 9:41

RECEIVED
96 JUL 19 AM 10:50
DIVISION OF CORPORATIONS

JP
7/26/96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL 19 AM 9:41

July 24, 1996

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

RESUBMIT

Please give original
submission date as file date.

SUBJECT: TO AND FRO, INC. OF VOLUSIA COUNTY
Ref. Number: W96000015136

We have received your document for TO AND FRO, INC. OF VOLUSIA COUNTY and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

Please accept our apology for failing to mention this in our previous letter.

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 296A00035623



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JUL 19 AM 9:41

RESUBMIT

Please give original
submission date as file date.

July 19, 1996

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: TO AND FRO, INC. OF VOLUSIA COUNTY
Ref. Number: W96000015136

We have received your document for TO AND FRO, INC. OF VOLUSIA COUNTY and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

The registered agent must sign accepting the designation.

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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 796A00035096

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96 JUL 23 PM 4

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL 19 AM 9:41

ARTICLES OF INCORPORATION
OF
TO AND FRO, INC. OF VOLUSIA COUNTY

For the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida providing for the formation, liability, rights, privileges and immunities of a corporation for profit, the undersigned subscribes the following Articles of Incorporation.

ARTICLE ONE

The name of the corporation is:

TO AND FRO, INC. OF VOLUSIA COUNTY

ARTICLE TWO

The corporation shall have perpetual existence.

ARTICLE THREE

The corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Florida Statutes.

ARTICLE FOUR

The corporation is authorized to issue three hundred (300) shares of One and no/100 (\$1.00) Dollar par value common stock, which shall be designated "Common Shares" and shall be the only class of stock issued by the corporation.

ARTICLE FIVE

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

ARTICLE SIX

The street address of the initial registered office of this corporation is 316 Canal Street, New Smyrna Beach, Florida 32168. The name and address of the initial registered agent of this corporation is Ethel K. Bratzel, 316 Canal Street, New Smyrna Beach, Florida 32168. The corporation's principal office and mailing address shall be the same.

ARTICLE SEVEN

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

Ethel K. Bratzel
316 Canal Street
New Smyrna Beach, FL 32168

Robert B. Bratzel, Jr.
12 Oak Lane
Deland, FL 32724

ARTICLE EIGHT

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

Ethel K. Bratzel
316 Canal Street
New Smyrna Beach, FL 32168

ARTICLE NINE

The power to adopt, alter, amend or repeal by-laws shall be vested in the shareholders.

ARTICLE TEN

Two-thirds (2/3) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum of shareholders at any meeting of shareholders. If a quorum is present at a meeting of shareholders, the affirmative vote of two-thirds of the shares represented at the meeting and entitled vote on the subject matter shall be the act of the shareholders.

ARTICLE ELEVEN

The affirmative vote of seventy-five (75) percent of the shares of this corporation which are issued and outstanding and are entitled to vote upon the questions set forth herein shall be required for the authorization of sale of substantially all of the assets of the corporation, a merger, a consolidation or a plan of financing which involves the borrowing of money in an amount greater than two-thirds of the value of the assets of the corporation. The approval of the requisite percentage of shareholders of this corporation to any of the acts set forth in this Article Eleven shall be required in every case, whether or not such approval is required by law.

ARTICLE TWELVE

The shareholders of this corporation shall have the right to dissent from any corporate actions from which shareholders are entitled to dissent under the Florida General Corporation Act, as it may be from time to time amended, regardless of the number of shareholders or regardless of the registration of the stock of the corporation on a national securities exchange.

ARTICLE THIRTEEN

The corporation shall indemnify each officer or director, or any former officer or director, to the full extent permitted by law. The corporation shall defend, indemnify and hold such officer or director harmless of and from any claims which may be presented against him arising out of his official actions on behalf of the corporation or the furtherance of the corporation's business. This indemnification shall be made so long as the actions were undertaken in good faith for the best interests of the corporation and were lawful or were undertaken pursuant to counsel.

ARTICLE FOURTEEN

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 shareholders is subject to this reservation.

Ethel K. Bratzel
Ethel K. Bratzel, Subscriber

STATE OF FLORIDA

COUNTY OF VOLUSIA

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Ethel K. Bratzel, known to me to be the person who executed the foregoing Articles of Incorporation and she acknowledged before me that she executed these Articles of Incorporation.

WITNESS my hand and official seal in the State and County aforesaid, this 15th day of July, 1996.

Connie S. Ferreira
Notary Public, State of Florida



CONNIE S. FERREIRA
State of Florida
My Comm. Exp. Sept. 13, 1997
Comm. # CC 312948

96 JUL 19 AM 9:41

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

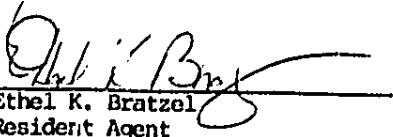
Pursuant to Section 48.091, Florida Statutes, the following is submitted in compliance with said Statute:

That TO AND FRO, INC. OF VOLUSIA COUNTY, desiring to organize under the laws of the State of Florida with its principal place of business, as indicated in the Articles of Incorporation, in the City of New Smyrna Beach, County of Volusia, State of Florida, has named ETHEL K. BRATZEL, whose street address is 316 Canal Street, New Smyrna Beach, Florida 32168 as its agent to accept service of process within this State.

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

Dated this 22nd day of July, 1996.

Accepted by:


Ethel K. Bratzel
Resident Agent