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UCC FILING & SEARCH SERVICES, INC.
(Requestor's Name)

526 EAST PARK AVENUE
(Address)

TALLAHASSEE FL 32301 (904) 681-6528
(City, State, Zip) (Phone #)

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1 Proapps, Inc.
(Corporation Name) (Document #)

2
(Corporation Name) (Document #)

3
(Corporation Name) (Document #)

4
(Corporation Name) (Document #)

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DIVISION OF CORPORATION

NEW FILINGS	
✓	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of R A, Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

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ARTICLES OF INCORPORATION

OF

PROAPPS, INC.

The undersigned hereby forms a corporation for profit under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

PROAPPS, INC.

The address of the principal office of this corporation shall be 2810 East Oakland Park Boulevard, Suite 200, Fort Lauderdale, Florida 33306, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business 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 maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 900 shares of common stock at no par value.

ARTICLE IV. ADDRESS

The street address of the initial registered office of this corporation shall be 526 East Park Avenue, Suite 200 Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is UCC Filing & Search Services, Inc.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

The name and address of the initial Officer and Director is:

Charles W. Moores 1212 N.E. 17th Way Ft. Lauderdale, Florida 33304	President/Director
Larry Revier 1525 Coral Ridge Drive Fort Lauderdale, Florida 33304	Director
Ray Glynn 280 Tradewinds Avenue, South Lauderdale-By-The-Sea, Florida 33308	Director

ARTICLE VII. INCORPORATOR

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

UCC Filing & Search Services, Inc.
526 East Park Avenue, Suite 200
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of UCC Filing & Search Services, Inc., has hereunto set her hand and seal of UCC Filing & Search Services, Inc., on this 30th day of September, 1996.

UCC Filing & Search Services, Inc.

By: Betty B. Young
Its Agent, Betty B. Young

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TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT DESIGNATED

IN ARTICLES OF INCORPORATION

UCC Filing & Search Services, Inc., a Florida corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation name above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position or Registered Agent under Section 607.0505, Florida Statutes.

UCC Filing & Search Services, Inc.

By: Betty B. Young
Its Agent, Betty B. Young

CONTACT:

OFFICE USE ONLY (Document #) P96000080964

UCC FILING & SEARCH SERVICES, INC.
(Requestor's Name)

526 EAST PARK AVENUE
(Address)

TALLAHASSEE FL 32301 (904) 681-6528
(City, State, Zip) (Phone #)

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

	Corporation Name	Document #
1	Proapps Professional Appraisal Service	
2		
3		File Second
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RA Change 12/18/96

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	NEW FILINGS
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

	AMENDMENTS
	Amendment
	Resignation of R A, Officer/Director
X	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

	OTHER FILINGS
	Annual Report
	Fictitious Name
	Name Reservation

	REGISTRATION/QUALIFICATION
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

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Florida Department of State, Sandra B. Mortham, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of ________ submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: PROAPPS Professional Appraisal Service, Inc.

1b. The mailing address of the corporation is : 2810 East Oakland Park Boulevard, Suite 200, Fort Lauderdale, Florida 33306.

1c. Date of incorporation: 3/30/96 Document number: P96000082964

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TALLAHASSEE, FLORIDA
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2. The name and address of the current registered agent and office:

UCC Filing & Search Services, Inc.
526 East Park Avenue, Suite 200
Tallahassee, FL 32301

3. The name and address of the new registered agent and office:(P.O. Box Not Acceptable)

Thomas M. Wich, Esquire
Wich, Wich & Wich, P.A.
2400 East Commercial Boulevard
Suite 620
Fort Lauderdale, Florida 33308

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

12/5/96

(Signature of an officer, chairman or vice chairman of the board) (Date)

Charles W. Moores, President/Director

(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

12/9/96

(Signature of Registered Agent) (Date)

Thomas M. Wich, Esquire

If signing on behalf of an entity:

THOMAS M WICH Reg. Agent

(Typed or Printed Name) (Capacity)

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

TOTAL P.01

CONTACT:

OFFICE USE ONLY (Document #) P960000080964

UCC FILING & SEARCH SERVICES, INC.
(Requestor's Name)

526 EAST PARK AVENUE
(Address)

TALLAHASSEE FL 32301 (904) 681-6528
(City, State, Zip) (Phone #)

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

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(Corporation Name) (Document #)

3 File First
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(Corporation Name) (Document #)

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	Other

AMENDMENTS	
X	Amendment
	Resignation of R A, Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

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DIVISION OF CORPORATIONS

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/QUALIFICATION	
	Foreign
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	Reinstatement
	Trademark
	Other

Name Change 12/18/96 DC

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**AMENDMENT TO THE ARTICLES OF INCORPORATION
OF PROAPPS, INC.**

Pursuant to the provisions of Chapter 607.1006, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation.

FIRST: The present name of the corporation as it appears in the State of Florida, profit corporation directory is "PROAPPS, INC.".

SECOND: The following Amendment to the Articles of Incorporation was adopted by the corporation:

Amendment No. 1: The name of the corporation is changed from PROAPPS, INC. to the new name of the corporation which is PROAPPS Professional Appraisal Service, Inc.

THIRD: The foregoing Amendment was adopted by the Board of Directors, Officers and all stockholders of the corporation on the 5th day of November, 1996, in a manner which was pursuant to, and prescribed by the Articles of Incorporation, By-Laws, and Florida Statutes.

FOURTH: The foregoing Amendment was approved by a unanimous vote of the stockholders and Directors of the corporation entitled to vote herein on the 5th day of November, 1996.

DATED this 5th day of November, 1996.

New Corporate Name:

PROAPPS Professional Appraisal Service, Inc.

By: ______________________
CHARLES W. MOORES
President/Director

STATE OF FLORIDA)
)ss
COUNTY OF BROWARD)

BEFORE ME the undersigned authority, personally appeared CHARLES W. MOORES, President and Director of PROAPPS Professional Appraisal Service, Inc., to me personally known to be the person who executed the foregoing Amendment to the Articles of Incorporation, and acknowledged before me, according to the law, that he made and subscribed the same for the purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 5th day of November, 1996.

____
NOTARY PUBLIC-STATE OF FLORIDA

My commission expires:

OFFICIAL NOTARY SEAL
GINA HUTCHINGS
Commission No. CC243108
My Commission Expires
NOVEMBER 24, 1996

CONSENT

WE, Charles W. Moores, Larry Revier and Ray Glynn, the shareholders and directors of PROAPPS, INC., desire to change the name of the corporation to PROAPPS Professional Appraisal Service, Inc.

DATED this 5th day of November, 1996.

CHARLES W. MOORES

LARRY REVIER

RAY GLYNN

OFFICIAL NOTARY SEAL
GINA HUTCHINGS
Commission No. CC243108
My Commission Expires
NOVEMBER 24, 1996

November 5, 1996.