

LAW OFFICES OF
Lamar Conerly, Jr. P.A.

Telephone: (904) 837-5118
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P96000103877

December 2, 1996

Florida Department of State
UCC Filing Section
P.O. Box 5588
Tallahassee, FL 32314

100002031051--1
-12/17/96--01106--013
****122.50 ****122.50

Subject: Filing of Articles of Incorporation - O'Connor - Warren, Inc.

Please file the enclosed Articles of Incorporation for O'Connor - Warren, Inc. Enclosed is a check in the amount of \$122.50 for the filing fee.

Sincerely,


Lamar Conerly, Jr.

LC:gdr

96 DEC 26 PM 4:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12/27
Name Same
509
W91-26536

P.O. Box 175
1234 Airport Road
Suite 111
Destin, Florida 32540



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 18, 1996

LAMAR CONERLY, JR., P.A.
P.O. BOX 175
1234 AIRPORT ROAD SUITE 111
DESTIN, FL 32540

SUBJECT: O'CONNOR-WARREN, INC. (SHORELINE APPRAISAL
COMPANY)
Ref. Number: W96000026536

We have received your document for O'CONNOR-WARREN, INC. (SHORELINE APPRAISAL COMPANY) and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The corporate name must be identical throughout the 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) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 296A00056330

TRANSMITTAL LETTER

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

SUBJECT: O'Connor - Warren, Inc.
(Proposed Corporate Name)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

 \$70.00
Filing Fee

 \$78.75
Filing Fee & Certificate

 X \$122.50
Filing Fee & Certified Copy
(Additional Copy Required)

 \$131.25
Filing Fee, Certified Copy & Certificate
(Additional Copy Required)

FROM: Lamar Conerly, Jr., Esquire
Name

P. O. Box 175
Address

Destin, Florida, 32540
City/State/Zip

(904)-837-5118
Daytime Telephone Number

**ARTICLES OF INCORPORATION
OF
O'CONNOR - WARREN, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

ARTICLE I NAME

The name of the corporation shall be O'Connor - Warren, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 627 Hwy 98E, Destin, Florida 32541

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is Ten Thousand Shares of Common Stock with no par value.

ARTICLE IV PREEMPTIVE RIGHTS

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

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is Clarence William O'Connor, Jr., 627 Hwy 98E, Destin, Florida, 32541.

ARTICLE VI INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is Lamar Conerly, Jr., Suite 111, 1234 Airport Road, Destin, Florida, 32541.

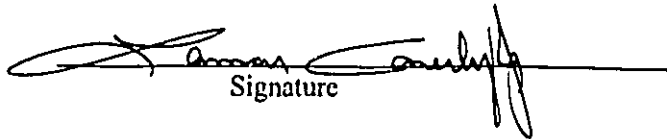
ARTICLE VII INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

**ARTICLE VIII ACTION BY DIRECTORS OR SHAREHOLDERS WITHOUT
A MEETING**

The directors or shareholders of this Corporation may take action by written consent as provided by law.

The undersigned incorporator has executed these Articles of Incorporation this 12th day of December, 1996.


Signature

STATE OF FLORIDA
COUNTY OF OKALOOSA

BEFORE ME, the undersigned authority authorized in the State and County aforesaid to take acknowledgments personally appeared Lam C. Conerly, who is personally known to me, and who is the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed same.

IN WITNESS WHEREOF, I have hereunto set my
day of December, 1996.

Official seal this the 12th day



GLORIA DEAN ROLL
MY COMMISSION # CC284956 EXPIRES
March 12, 1997
BONDED THRU TROY FAIR INSURANCE, INC.


Notary

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, 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: O'Connor - Warren, Inc.

2. The name and address of the registered agent and office is:

Clarence William O'Connor, Jr.

(Name)

627 Hwy 98E

(P.O. Box not acceptable)

Destin, Florida, 32541

(City/State/Zip)

96 DEC 26 PM 4:18
FBI
STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above named corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Clarence William O'Connor, Jr.
(Signature)

12-12-96
(Date)