

P9700000 4361

James M. Studeman, MRA  
1516 Cuthill Way  
Casselberry, FL 32707

December 11, 1996

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

500002031495--6  
-12/17/96--01145--014  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

To whom it may concern,

I would appreciate your filing the attached corporation. Per your instructions I have enclosed my check in the amount of \$70.00. Please mail acknowledgement of this filing to:

James M. Studeman, MRA  
1516 Cuthill Way  
Casselberry, FL 32707

Any questions can be answered by calling (407) 695-4999 or fax (407) 695-2666

Thank you for your assistance in this matter.

Sincerely,

  
James M. Studeman, MRA

JMS/at

~~615-611.~~

Rmc  
12/19/96

~~615-611 21152~~

FILED  
97 JAN 14 PM 1:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

December 19, 1996

JAMES M. STUDEMAN, MRA  
1516 CUTHILL WAY  
CASSELBERRY, FL 32707

SUBJECT: ONLINE APPRAISALS, INC.  
Ref. Number: W96000026652

We have received your document for ONLINE APPRAISALS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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) 487-6923.

Doris McDuffie  
Corporate Specialist Supervisor

Letter Number: 796A00056618

**ARTICLES OF INCORPORATION  
OF  
ONLINE APPRAISALS, INC.**

**FILED**  
97 JAN 14 PM 1:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, THE UNDERSIGNED, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

**ARTICLE I**

The name of this corporation shall be ONLINE APPRAISALS, INC., the initial address of this corporation shall be 1516 Cuthill Way, Casselberry, Florida (FL) 32707.

**ARTICLE II**

This corporation may engage in any activity of business permitted under the laws of the State of Florida.

**ARTICLE III**

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

Number of shares Authorized	Par Value per share	Class of Stock
1,000,000	\$ .001	Common

The consideration for all of the said stock shall be payable in cash at a just valuation to be fixed by the Board of Directors of the Corporation.

**ARTICLE IV**

This corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

### **ARTICLE V**

The initial registered office of this corporation shall be at 150 Wilshire Plaza, Suite 141, Casselberry, Florida (FL) 32707, with the privilege of having its offices and branch offices at other places within or without the State of Florida. The initial registered agent at the address shall be Gregory D. Gammage.

### **ARTICLE VI**

This corporation shall have at least two directors, with the exact number to be specified by the stockholders from time to time unless the stockholders shall, by a majority vote thereafter, determine that the corporation be managed by the stockholders.

### **ARTICLE VII**

The name and address of the first directors of the corporation, who shall hold office for the first year or until their successors are duly elected and qualified shall be:

Name	Address
Gregory D. Gammage	150 Wilshire Plaza, Suite 141 Casselberry, Florida (FL) 32707
Nancy M. Studeman	1516 Cuthill Way Casselberry, Florida (FL) 32707

### **ARTICLE VIII**

The name and address of the Incorporator is Gregory D. Gammage, 150 Wilshire Plaza, Suite 141, Casselberry, Florida (FL) 32707.

### **ARTICLE IX**

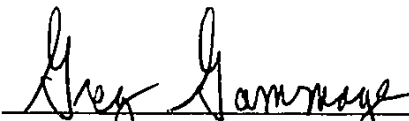
This corporation shall indemnify and insure its officers and directors to the fullest extent

Articles of Incorporation for Online Appraisals, Inc.

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permitted by law either now or hereafter. Without limiting the foregoing, the Company shall indemnify and hold harmless its officers and directors against all losses, liabilities, claims, damages, costs and expenses (including attorney's fees and fees on appeal) actually and reasonably incurred by them in the defense of any action, suit or proceeding in which they are made a party (or are threatened to be made a party) by reason of their being an officer or director, except those claims and liabilities which arise out of gross misconduct or gross negligence, and the officers and directors of the Company shall not have any liability to the Company for any loss suffered by the Company out of any action or inaction of such officers and directors, if done in good faith and in a manner reasonably believed to be in the best interests of the Company.

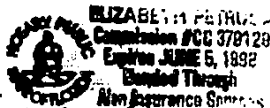
IN WITNESS WHEREOF, I the undersigned, being the Incorporator hereinbefore named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein are true, and hereunto set my hand and seal this 5th day of September 1996.

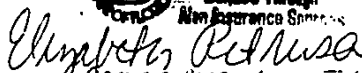
  
Gregory D. Gammage, as Incorporator

STATE OF FLORIDA )

)ss:

COUNTY OF SEMINOLE )

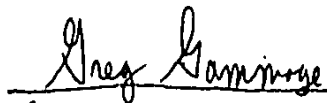


  
Comm exp June 5, 1998

BEFORE ME, the undersigned authority, personally appeared Gregory D. Gammage, to me known to be the person described in and who executed the foregoing Articles of Incorporation, who, after being duly sworn under oath, acknowledged before me that he executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the State and County aforesaid, this 11 day of December 1996.

I hereby am familiar with and accept the duties and responsibilities  
as registered agent for said corporation.

  
Gregory P. Gammage