

P970000004986



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 224414 84848A

AUTHORIZATION :

Patricia Puyat

COST LIMIT : \$ 78.75

ORDER DATE : January 16, 1997

ORDER TIME : 10:23 AM

ORDER NO. : 224414-005

000002060550--7

CUSTOMER NO: 84848A

CUSTOMER: Hugo C. Edberg, Esq
HUGO C. EDBERG, ESQ

Suite 180
300 South Hyde Park Avenue
Tampa, FL 33606

DOMESTIC FILING

NAME: TITLE EXECUTIVES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Victoria L. Perez

EXAMINER'S INITIALS:

FILED
97 JAN 16 AM 9:13
SECRET
TALLAHASSEE, FLORIDA

RECEIVED
97 JAN 16 PM 1:25
TALLAHASSEE, FLORIDA

KL
1-17-97

ARTICLES OF INCORPORATION
OF

TITLE EXECUTIVES, INC.

97 JAN 16 AM 9:14
FILED
SECRET
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of Title Executives, Inc., under the Florida General Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I -- NAME

The name of this Corporation is: TITLE EXECUTIVES, INC.

ARTICLE II -- DURATION

The period of the Corporation duration shall be perpetual or until dissolved on a vote of the Shareholders as provided by law.

ARTICLE III -- PURPOSE

The general purpose or purposes for which the Corporation is formed is to engage in the business of establishing and operating a title insurance agency as the same is defined in Section 626.841, F.S., as the same may be hereafter amended. The Corporation shall comply with all applicable state and federal laws in the operation of said agency and shall be authorized to enter into all required contracts, including but not limited to, licensed title insurance underwriters. Additionally, the Corporation may engage in such other activities as may be necessary to permit it to carry out the general purposes for which it has been formed.

ARTICLE IV -- CAPITAL STOCK

A. The maximum number of shares of Capital Stock that this Corporation is authorized to issue and have outstanding at any one time is 10,000 shares of Common Stock, having a Par Value of \$1.00 per share. Except as agreed upon by and between the Shareholders, all Shareholders shall have preemptive rights with regard to acquisition of authorized but non-issued stock of the Corporation.

B. All or any portion of the Capital Stock may be issued in payment of cash or other real or personal property or services, having a value which in the judgment of the Board of Directors is at least equivalent to the full value of the stock to be issued. When stock has been issued, it shall become fully paid and non-assessable. The Directors shall be the sole judges of the value of any property, right or thing acquired in exchange for Capital Stock and their judgment of such value shall be conclusive.

C. This Corporation shall have the right to increase its Capital Stock either with or without Par Value and to provide in the event of such increase the designations, preferences, voting powers or restrictions or qualifications of voting powers of such additional stock in an amendment to its Certificate of Incorporation.

ARTICLE V -- INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial Registered Office of this Corporation is 300 South Hyde Park Avenue, Suite 180, Tampa, FL 33606, and the name of the initial Registered Agent is HUGO C. EDBERG, ESQUIRE, and the Corporation shall be authorized to open such other offices at such other locations as it shall deem suitable.

ARTICLE VI -- INITIAL BOARD OF DIRECTORS

The Corporation shall have one initial Director. The number of Directors may either be increased or decreased from time to time as provided in the By-Laws but shall never be less than one. The name and address of the initial Director is as follows:

<u>NAME</u>	<u>ADDRESS</u>
HUGO C. EDBERG	300 South Hyde Park Avenue Suite 180 Tampa, FL 33606

ARTICLE VII -- INCORPORATOR

The name and post office address of the Incorporator:

<u>NAME</u>	<u>ADDRESS</u>
HUGO C. EDBERG, ESQUIRE	300 South Hyde Park Avenue Tampa, FL 33606

ARTICLE VIII -- CONTRACTS

No contract or transaction between this Corporation and any other corporation shall be affected by the fact that any Director of this Corporation is interested in or is a director or officer of such other corporation. Any Director, individually or jointly, may be a party to or may be interested in any contract or transaction of this Corporation which contract or transaction shall not be affected by the fact that any Director of this Corporation is a party in any way connected with such other person, firm or corporation. Any Director of this Corporation is hereby relieved from any liability that might otherwise exist from contracting with this Corporation for the benefit of himself or herself or any other firm, association or corporation in which he or she may be in any way interested, provided that the fact that any contract or other transaction with this Corporation is for the benefit of himself or herself or such firm, association or corporation in which he or she may be interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof.

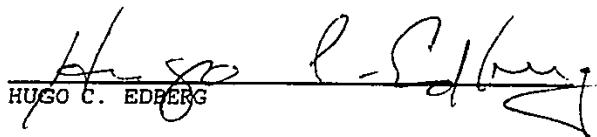
ARTICLE IX -- BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Shareholders, except that the Board of Directors may not amend or repeal any By-Laws adopted by Shareholders if the Shareholders specifically provide such By-Law is not subject to amendment or repeal by the Directors.

ARTICLE XI -- AMENDMENTS

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by law and all rights conferred on Shareholders herein granted are subject to this reservation. These Articles may be amended prior to the issuance of shares of the Corporation by the unanimous approval or consent of the Board of Directors. Thereafter, every amendment shall be approved by the Board of Directors proposed by them to the Shareholders and approved at a Shareholders' Meeting by the holders of a majority of the shares entitled to vote thereon or in such other manner as may be provided by law.

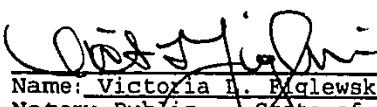
IN WITNESS WHEREOF, I, the undersigned Incorporator of this Corporation, have executed these Articles of Incorporation in Tampa, Florida, this 9th day of January, 1997.

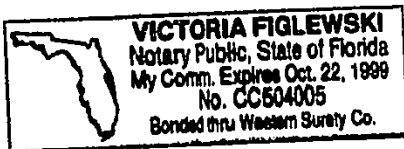

HUGO C. EDBERG

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgments, personally appeared HUGO D. EDBERG, to me known to be the person described as Subscriber in and who executed the foregoing Articles of Incorporation and acknowledged before me that he subscribed to these Articles of Incorporation and who is personally known to me.

WITNESS my hand and official seal in the County and State named above this 9TH day of January, 1997.

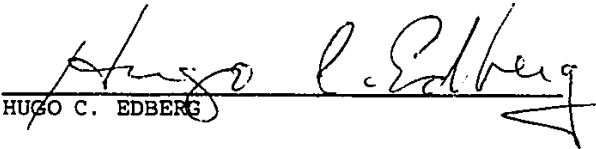

Name: Victoria B. Figlewski
Notary Public -- State of Florida
Commission No.
My Commission Expires:



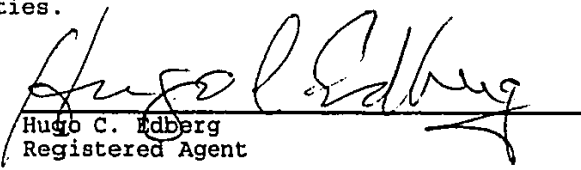
**CERTIFICATE DESIGNATING REGISTERED AGENT
AND PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN
THE STATE OF FLORIDA AND ACCEPTANCE
OF AGENT UPON WHOM PROCESS MAY BE SERVED**

TITLE EXECUTIVES, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 300 South Hyde Park Avenue, Tampa, FL 33606, has named Hugo C. Edberg, Esq., located at 300 South Hyde Park Avenue, Tampa, FL 33606, as its agent to accept service of process within the State of Florida.

DATED: January 9, 1997.


HUGO C. EDBERG

HAVING BEEN NAMED to accept service of process for the above-named Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity and agree to comply with the provisions of all Statutes relative to the proper performance of my duties.


Hugo C. Edberg
Registered Agent

FILED
97 JAN 16 AM 9:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA