CAPITAL CONNECTION, INC. 200002193202--3 -05/28/97--01049--025 ****122.50 ****122.50 Art of Inc. File___ LTD Partnership File_ Foreign Corp. File_ L.C. File____ Fictitious Name File___ Name Reservation______ Merger File____ Art. of Amend. File_____ RA Resignation_____ Dissolution / Withdrawal _____ Annual Report / Reinstatement_____ Cert. Copy____ Photo Copy_____ Certificate of Good Standing_____ Certificate of Status_____ Certificate of Fictitious Name_____ Corp Record Search Officer Search_ Pictitious Search_ Pictitious Owner Search Signature Vehicle Search_ Driving Record_ UCC for 3 File Requested by: UCC II Search Name UCC || Retrieval

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ARTICLES OF INCORPORATION OF

ADVANTAGE TITLE AGENCY OF PASCO COUNTY, INC.

ARTICLE I

Name and Address

The name of this corporation is ADVANTAGE TITLE AGENCY OF PASCO COUNTY, INC. whose place of business is located at 8410 U.S. 19, Suite 103, Port Richey, FL 34668.

ARTICLE II

The term of existence of this corporation shall be perpetual.

ARTICLE III Purpose

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV Capital Stock

This corporation is authorized to issue 5000 shares at One Dollar (\$1.00) par value common stock, which shall be designated "common shares". The consideration to be paid for each share shall be fixed by the Board of Directors, Common stock of the corporation may be issued as "small business corporation" stock in accordance wit a plan or plan under the provisions of Section 1244 of the Internal Revenue Code of 1986.

All voting powers of this corporation shall be vested in the common stock above designated.

ARTICLE V Preemptive Rights

Any shareholder, upon the sale, by the corporation for cash or any new stock of this corporation shall have the right to purchase pro-rata thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI Initial Registered Office and Agent

Street address of the initial registered office of this corporation 8410 U. S. 19, Suite _____,

Port Richey, FL 34668, and the name of the initial registered agent of this corporation is Mark Swartzel.

ARTICLE VII Initial Board of Directors and Officers

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

<u>Name</u>	<u>Address</u>	<u>Office</u>
Mark Swartsel	8410 U.S. 19 Suite /O 5 Port Richey, FL 34668	President
Marlie B. Smith	10136 U.S. 19 Port Richey, FL 34668	Secretary/ Treasurer

ARTICLE VIII Incorporators

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

<u>Name</u>	<u>Address</u>
Mark Swartsel	8410 U.S. 19 Suite / • 5 Pon Richey, FL 34668
Marlie B. Smith	10136 U.S. 19 Port Richey, FL 34668

ARTICLE IX By-Laws

The power to adopt, alter, amend, or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X Shareholder Quorum and Voting

Fifty-one percent, (51%), of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of fifty-one percent (51%) of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XI Powers

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act, and, in addition to and not in limitation thereof, this corporation shall have the power to guarantee the performance of obligations of other persons, partnerships, corporations, or other entities.

ARTICLE XII Indemnification

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

ARTICLE XIII Amendment

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, of any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XIV Cumulative Voting

At each election for directors, every shareholder entitled to vote at such elections shall have the right to cumulate his vote by giving one candidate as many vote as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation this 22nd day of May, 1997.

Mark Swartsei Incorporator

Marlie B. Smith Incorporator

STATE OF FLORIDA

COUNTY OF PASCO

BEFORE ME, a Notary Public authorized to take acknowledgments in this State and County set forth above, personally appeared Mark Swartsel and Marlie B. Smith, to me personally known and who did take an oath, and known by me to be the persons who executed the foregoing Articles of Incorporation, and they each acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto sent my hand and affixed my official seal, in the State and County aforesaid, this 22nd day of May, 1997.

Mary P. Ill

MARTY B. SEONSON
MY COMM Exp. 3/05/2001
MY COMM Exp. 3/05/2001
Bonded By Service Ins
No. CC627084
Tersonally Known I I Other I.D.

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

ACKNOWLEDGMENT:

Having been named to accept service for process for Advantage Title Agency of Pasco County, Inc. at the place designated in the Certificate, I hereby accept and agree to act in said capacity and agree to comply with the provisions of the Florida Corporation Act relative to keeping open said office.

Mark Swartsel

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