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June 10, 1997

Florida Department of State
Division of Corporations
P. O. Box 5327
Tallahassee, Florida 32314

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Re: **SOUTHWEST FLORIDA TITLE INSURANCE COMPANY**

Gentlemen:

Enclosed are an original and duplicate original of the Articles of Incorporation for SOUTHWEST FLORIDA TITLE INSURANCE COMPANY., a Florida corporation. Please file these Articles of Incorporation and return a Certified Copy to our office.

Also enclosed is our check in the amount of \$122.50, constituting the filing fee and certified copy charge.

Please do not hesitate to contact this office should you have any questions.

Sincerely,

[Signature]
Robert M. Pretschner

RMP/lg
enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN 13 PM 4:08

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ARTICLES OF INCORPORATION

SOUTHWEST FLORIDA TITLE INSURANCE COMPANY, INC.

A Florida Corporation

Article I

NAME

The name of this Corporation is SOUTHWEST FLORIDA TITLE INSURANCE COMPANY, INC., a Florida corporation.

Article II

TERM OF EXISTENCE

Pursuant to the provisions of Florida Statutes, the existence of the Corporation shall commence upon filing of these Articles. The Corporation shall have perpetual existence thereafter unless dissolved pursuant to Florida Statutes.

Article III

NATURE OF BUSINESS

This Corporation is organized for the following purposes:

(a) To issue policies of title insurance upon properties in the state of Florida, as an agency of a licensed title insurance company or companies authorized to do business in the state of Florida; to issue commitments for title insurance preliminary to the issuance of such title policies in accordance with the terms, rules and regulations of said companies and of applicable governmental authority; to examine title in connection with the issuance said title insurance policies; to prepare closing documents in connection with the closing of the sale and purchase of property in the state of Florida incidental to the issuance of title insurance policies; to collect all premiums for title insurance policies and commitments issued for and on behalf of the companies in accordance with the promulgated rate established by the insurance commissioner; to maintain escrow accounts for the receipt of earnest money deposits, loan proceeds, and cash to close and to make disbursements from said escrow accounts incidental to the closing of the the sale and purchase of properties in the state of Florida; and to otherwise perform such acts as is necessary to operate a title insurance agency in accordance with the usual and customary practices in the conduct of a title insurance agency.

Article IV
POWERS

The Corporation shall have power:

- (a) To have perpetual succession by its corporate name.
- (b) To sue and be sued, complain, and defend in its corporate name in all actions or proceedings.
- (c) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.
- (d) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property or any interest therein, wherever situated.
- (e) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer and otherwise dispose of all or any part of its property and assets.
- (f) To lend money to and use its credit to assist its officers and employees to the fullest extent permitted by law.
- (g) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or of any other municipality or of any instrumentality thereof.
- (h) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises and income.
- (i) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned and invested.

- (j) To conduct its business, carry on its operations, and have officers and exercise the powers granted by this act within or without this state.
- (k) To elect or appoint officers and agents of the Corporation and define their duties and fix their compensation.
- (l) To make and alter bylaws, not inconsistent with these Articles of Incorporation and the laws of this State, for the administration and regulation of the affairs of the Corporation.
- (m) To make donations for the public welfare or for charitable, scientific or educational purposes.
- (n) To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy.
- (o) To pay pensions and establish pension plans, profit-sharing plans, stock bonus plans, and other incentive plans for any or all of its directors, officers and employees and for any or all of the directors, officers and employees of its subsidiaries.
- (p) To be a promoter, incorporator, partner, member, associate or manager of any corporation, partnership, joint venture, trust or other enterprise.
- (q) To have and exercise all powers necessary or convenient to effect its purposes.

ARTICLE V

Principal Office and Mailing Address

The principal office address of this corporation shall be:

22 South Tuttle Avenue, Suite 4
Sarasota, Florida 34237

and the mailing address shall be:

22 South Tuttle Avenue, Suite 4
Sarasota, Florida 34237

ARTICLE VI
Capital Stock

This Corporation is authorized to issue One Thousand (1000) shares of common stock.

ARTICLE VII
Initial Registered Office and Agent

The street address of the initial Registered Office of this Corporation is:

22 S. Tuttle Avenue, Suite 4
Sarasota, FL 34237

and the name of the initial Registered Agent of this Corporation at that address is: Hugh C. Ferrell, Esq.

ARTICLE VIII
Directors

This Corporation shall have one (2) Directors initially. The number of Directors may be increased from time to time by the Bylaws but shall never be less than two (2) director and no more than five (5) Directors. The names and addresses of the initial Directors of this Corporation who shall serve until her successors are duly elected and qualified is:

Victoria L. Butler
6044 Sheps Island Road
Sarasota, FL 34241

Robert M. Pretschner
4660 Ocean Boulevard, N-2
Sarasota, FL 34242

ARTICLE IX
Subscriber

The name and street address of the Incorporator signing these Article of Incorporation is as follows:

NAME

ADDRESS

Victoria L. Butler

6044 Sheps Island Road
Sarasota, FL 34241

ARTICLE X
Special Provisions

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors of this Corporation.

ARTICLE XI
Indemnification

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

ARTICLE XII
Removal of Directors

The Shareholders of this Corporation shall be entitled to remove any Director from office at any time for any reason whatsoever, whether or not there is cause for removal.

ARTICLE XIII
Amendment

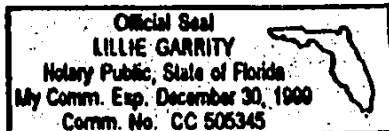
These Articles of Incorporation may be amended in the manner provided by law.

WITNESS my hand and seal at Sarasota, Florida, this 5th day of June, 1997.

Victoria L. Butler
VICTORIA L. BUTLER

STATE OF FLORIDA)
COUNTY OF SARASOTA)

5 The foregoing instrument was acknowledged before me this day of June, 1997, by VICTORIA L. BUTLER, who is personally known to me or who produced as identification.



Lillie Garrity
Notary Public Signature

Printed Name Lillie Garrity

My commission expires:

ACCEPTANCE OF REGISTERED AGENT

The undersigned, having been designated in the foregoing Articles of Incorporation as Registered Agent, hereby agrees to accept said designation; to accept Service of Process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation) authorized to accept Service of Process at the above Florida designated address) in some conspicuous place in the office as required by law.

Hugh C. Ferrell
Hugh C. Ferrell
Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN 13 PM 4:08