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HARTLE REALTY TITLE INSURANCE AGENCY, INC.
1156 EXECUTIVE COVE DRIVE
FRUITCOVE, FLORIDA 32259
(904) 287-5671

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August 25, 1997

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32301

FILED
97 AUG 27 PM 2:19
TALLAHASSEE, FLORIDA
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RE: ARTICLES OF MERGER

Dear Sirs:

I am enclosing herewith an original and one copy of the Articles of Merger of PROFESSIONAL LAND TITLE SERVICES, INC. with and into HARTLE REALTY TITLE INSURANCE AGENCY, INC. I am also enclosing herewith my check in the amount of \$122.50 for the following fees:

Merger Filing fee	\$ 70.00
Certified Copy	<u>52.50</u>
TOTAL	\$122.50

TAX
70
52.50
122.50

Please return a certified copy to the undersigned. Thank you for your cooperation in this matter.

Very truly yours,

Mark Q. Hartle
Enclosures

8/27/97
RQH
RQH
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RQH
RQH

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ARTICLES OF MERGER
Merger Sheet

MERGING:

PROFESSIONAL LAND TITLE SERVICES, INC., a Florida corporation G47421

INTO

HARTLE REALTY TITLE INSURANCE AGENCY, INC., a Florida corporation,
P97000065202

File date: August 27, 1997

Corporate Specialist: Annette Hogan

**ARTICLE OF MERGER OF
PROFESSIONAL LAND TITLE SERVICES, INC.,
A FLORIDA CORPORATION, WITH AND INTO
HARTLE REALTY TITLE INSURANCE AGENCY, INC.
A FLORIDA CORPORATION**

FILED
97 AUG 27 PM 12:14
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1105, Florida Statutes, the undersigned corporation, as the surviving corporation in the subject merger, hereby submits the following Articles of Merger.

1. The name of the surviving corporation is **HARTLE REALTY TITLE INSURANCE AGENCY, INC.**, a corporation organized and existing under the laws of the State of Florida (the "Surviving Corporation"). The name of the Merged Corporation is **PROFESSIONAL LAND TITLE SERVICES, INC.**, a corporation organized and existing under the laws of the State of Florida (the "Merged Corporation").

2. Attached hereto as Exhibit "A" is a copy of the Plan of Merger of **PROFESSIONAL LAND TITLE SERVICES, INC.** with and into **HARTLE REALTY TITLE INSURANCE AGENCY, INC.**, which was duly adopted by the Board of Directors of the Surviving Corporation. The Shareholders of both the Surviving Corporation and the Merged Corporation have waived in writing any requirement that said Plan of Merger be mailed to them. All Shareholder of both corporations have consented to the Plan of Merger.

3. The Merger of the Merged Corporation with and into the Surviving Corporation is permitted by the laws of the State of Florida.

4. These Articles of Merger will be effective upon filing with the Secretary of State, State of Florida.

HARTLE REALTY TITLE INSURANCE AGENCY, INC.



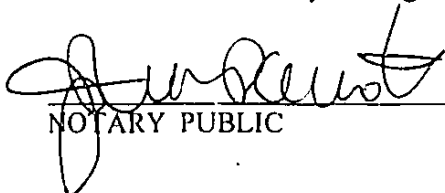
MARK Q. HARTLE, President

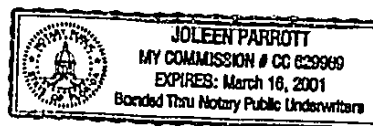
STATE OF FLORIDA
COUNTY OF DUVAL

Before me, the undersigned authority, personally appeared MARK Q. HARTLE, to me personally known and known to me to be the President of HARTLE REALTY TITLE

INSURANCE AGENCY, INC., who acknowledged to a and before me that he executed the foregoing Plan of Merger freely and voluntarily as the President of said corporation, as authorized by the Board of Directors.

WITNESS my hand and official seal this 25th. day of August, 1997.


NOTARY PUBLIC



**PLAN OF MERGER OF
PROFESSIONAL LAND TITLE SERVICES, INC.
WITH AND INTO
HARTLE REALTY TITLE INSURANCE AGENCY, INC.**

The Plan of Merger (the "Plan of Merger") of PROFESSIONAL LAND TITLE SERVICES, INC., a corporation organized and existing under the laws of the State of Florida, with and into HARTLE REALTY TITLE INSURANCE AGENCY, INC., a corporation organized and existing under the laws of the State of Florida, is as follows:

**ARTICLE I
CONSTITUENT CORPORATIONS**

1.1 The corporations which will be merged pursuant to this Plan of Merger are PROFESSIONAL LAND TITLE SERVICES, INC. and HARTLE REALTY TITLE INSURANCE AGENCY, INC. (such corporations being sometimes collectively referred to herein as the "Constituent Corporations").

1.2 HARTLE REALTY TITLE INSURANCE AGENCY, INC. shall be the surviving corporation following the merger, and as the surviving corporation shall retain the name HARTLE REALTY TITLE INSURANCE AGENCY, INC., and shall be referred to herein as the "Surviving Corporation".

**ARTICLE II
TERMS AND CONDITIONS OF THE MERGER**

2.1 PROFESSIONAL LAND TITLE SERVICES, INC. shall be merged with and into the Surviving Corporation, and the Surviving Corporation shall continue to be governed by the laws of the State of Florida, and the separate corporate existence of PROFESSIONAL LAND TITLE SERVICES, INC. shall thereby cease.

2.2 Except as otherwise specifically set forth herein, from and after the Effective Time (as defined in Section 2.4 below) the Surviving Corporation shall, to the extent consistent with its Articles of Incorporation, possess all of the rights, privileges, immunities, and franchises, of a public as well as of a private nature. real, personal and mixed, all debts due on whatever account, and all other choses in action, and all and every other interest of or belonging to or due to each of the Constituent Corporations so merged, shall be taken and deemed to be transferred to and vested in the Surviving Corporation without further act or deed; and the title to any real estate or any interest therein vested in any of the Constituent Corporations shall not revert to or be in any way impaired by reason of such merger.

2.3 From and after the Effective Time, the Surviving Corporation shall thenceforth be responsible and liable for all the debts, liabilities, obligations, duties and penalties of each of the Constituent Corporations, and all such debts, liabilities, obligations, duties and penalties shall thenceforth attach to the Surviving Corporation and may be enforced against the Surviving Corporation to the same extent as if said debts, liabilities, obligations, duties and penalties had been incurred or contracted by it. No liability or obligation due at the Effective Time, or then to become due, nor any claim or demand for any cause then existing against either of the Constituent Corporations or any shareholder, officer or director thereof, shall be released or impaired by the merger, and all rights of creditors and all liens upon property of either of the Constituent Corporations shall be preserved unimpaired. Any existing claim or any action or proceeding, civil or criminal, pending by or against either of the Constituent Corporations may be prosecuted as if such merger had not taken place. The Surviving Corporation may be substituted in place of PROFESSIONAL LAND TITLE SERVICES, INC., and any judgment rendered against either of the Constituent Corporations may be enforced against the Surviving Corporation.

2.4 The merger provided for in this Plan of Merger shall become effective on the date the Articles of Merger are filed with the Secretary of State of the State of Florida (such time being referred to herein as the "Effective Time").

ARTICLE III

ARTICLES OF INCORPORATION AND BYLAWS

3.1 Immediately upon the Effective Time, the Articles of Incorporation of the Surviving Corporation shall continue to be the Articles of Incorporation of the Surviving Corporation and no change to such Articles of Incorporation shall be effected by the merger.

3.2 Immediately upon the Effective Time, the Bylaws of the Surviving Corporation shall continue to be the Bylaws of the Surviving Corporation and no change to such Bylaws shall be effected by the merger.

ARTICLE IV

DIRECTORS AND OFFICERS

4.1 The persons who are the directors of the Surviving Corporation immediately prior to the Effective Time shall, after the merger, continue as the directors of the Surviving Corporation without change to serve, subject to the provisions of the Bylaws of the Surviving Corporation, until their successors have been duly elected and qualified in accordance with the laws of the State of Florida and the Articles of Incorporation and the Bylaws of the Surviving Corporation.

4.2 The persons who are the officers the Surviving Corporation immediately prior to the Effective Time shall, after the merger, continue as the officers of the Surviving Corporation without change to serve, subject to the provisions of the Bylaws of the Surviving Corporation, until their successors have been duly elected and qualified in accordance with the laws of the State of Florida and the Articles of Incorporation and the Bylaws of the Surviving Corporation.

ARTICLE V MANNER AND BASIS OF CONVERTING SHARES

5.1 Inasmuch as the sole shareholder of PROFESSIONAL LAND TITLE SERVICES, INC. is also the sole shareholder of the Surviving Corporation, no cash, shares, or other securities or other obligations will be distributed or issued upon conversion or cancellation of the shares of PROFESSIONAL LAND TITLE SERVICES, INC. Each share of the common stock of PROFESSIONAL LAND TITLE SERVICES, INC. issued and outstanding at the Effective Time shall be canceled and retired and shall cease to exist by virtue of the merger without any action on the part of the holder thereof.

5.2 None of the shares of common stock of HARTLE REALTY TITLE INSURANCE AGENCY, INC. issued and outstanding at the Effective Time shall be converted or altered in any manner as the result of the merger. Each such share of common stock of HARTLE REALTY TITLE INSURANCE AGENCY, INC. shall remain outstanding as one share of common stock of the Surviving Corporation.

This Plan of Merger has been adopted by the Board of Directors of PROFESSIONAL LAND TITLE SERVICES, INC., and the Board of Directors of HARTLE REALTY TITLE INSURANCE AGENCY, INC. this 25th. day of ~~September~~ ^{August}, 1997.

PROFESSIONAL LAND TITLE SERVICES, INC.

BY 

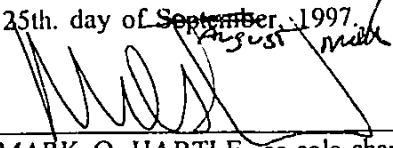
MARK Q. HARTLE, President

HARTLE REALTY TITLE INSURANCE AGENCY, INC.

BY 

MARK Q. HARTLE, President

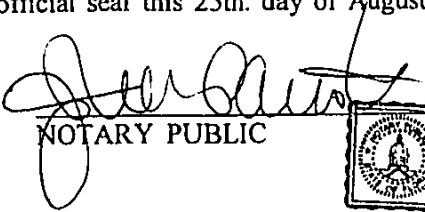
This Plan of Merger has been adopted by the sole shareholder of PROFESSIONAL LAND TITLE SERVICES, INC., and the sole shareholder of HARTLE REALTY TITLE INSURANCE AGENCY, INC. this 25th. day of ~~September~~ ^{August} 1997.

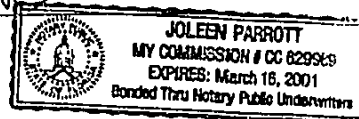

MARK Q. HARTLE, as sole shareholder of
PROFESSIONAL LAND TITLE SERVICES, INC. and
HARTLE REALTY TITLE INSURANCE AGENCY, INC.

STATE OF FLORIDA
COUNTY OF DUVAL

Before me, the undersigned authority, personally appeared MARK Q. HARTLE, to me personally known and known to me to be the President of PROFESSIONAL LAND TITLE SERVICES, INC. and the President of HARTLE REALTY TITLE INSURANCE AGENCY, INC., who acknowledged to a and before me that he executed the foregoing Plan of Merger freely and voluntarily as the President of said corporations, as authorized by the respective Boards of Directors.

WITNESS my hand and official seal this 25th. day of August, 1997.

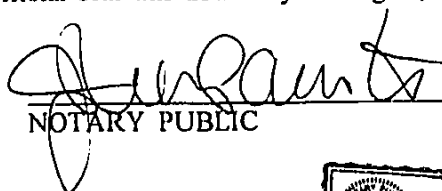

NOTARY PUBLIC



STATE OF FLORIDA
COUNTY OF DUVAL

Before me, the undersigned authority, personally appeared MARK Q. HARTLE, to me personally known and known to me to be the sole stockholder of PROFESSIONAL LAND TITLE SERVICES, INC. and the sole stockholder of HARTLE REALTY TITLE INSURANCE AGENCY, INC., who acknowledged to a and before me that he executed the foregoing Plan of Merger freely and voluntarily and for the purposes expressed therein.

WITNESS my hand and official seal this 25th. day of August, 1997.


NOTARY PUBLIC

