

PA 2000093466

310 WEST FIRST STREET  
P.O. BOX 1626  
STUART, FL 34995

ROBERT A. BURSON, P.A.  
ATTORNEYS

TEL (561) 286-1616  
FAX (561) 286-6257

ROBERT A. BURSON  
BOARD CERTIFIED REAL ESTATE LAW

October 29, 1997

Return to  
P/W ASAP

Attorneys' Title Insurance Fund, Inc.  
660 East Jefferson Street  
Suite 200  
Tallahassee, Florida 32301

200002334232--0  
-10/30/97--01083--012  
\*\*\*122.50 \*\*\*122.50

Re: Articles of Incorporation for Mid-State Auto Brokers, Inc.

Dear Barbara:

Enclosed please find the original Articles of Incorporation, one copy for certification and Designation of Agent along with a check in the amount of \$122.50 with reference to the above described corporation.

Also enclosed is a check in the amount of ten (\$10.00) dollars for your fee to hand deliver the above documents to the Secretary of State Corporate Records Bureau and obtain the certification. This letter will also serve as my authorization for the Corporate Records Bureau to process the application and return the certification to Attorneys' Title Insurance Fund, Inc.

If you should have any questions, please feel free to give me a call.

Sincerely yours,

ROBERT A. BURSON, P.A.

Robert A. Burson

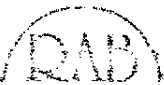
RAB/mal  
Enclosures

F:\E\CORP\MID-STATE\97-389\LETTERS\FUND.01

RECEIVED  
97 OCT 30 PM 2:37  
SECRETARY OF STATE  
CORPORATE RECORDS  
TALLAHASSEE, FLORIDA

FILED  
97 OCT 30 PM 4:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

K Rolfe OCT 30 1997



310 WEST FIRST STREET  
P.O. BOX 1620  
STUART, FL 34995

**ROBERT A. BURSON, P.A.**  
ATTORNEYS

TEL (561) 286-1616  
FAX (561) 286-5257

ROBERT A. BURSON  
BOARD CERTIFIED REAL ESTATE LAW

October 29, 1997

FILED  
97 OCT 30 PM 1:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Secretary of State  
Corporate Records Bureau  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: Articles of Incorporation for Mid-State Auto Brokers, Inc.

Gentlemen:

Enclosed please find the original Articles of Incorporation, one copy for certification and Designation of Agent for the above corporation. A check in the amount of \$122.50 is also enclosed for the following expenses:

Filing Fees	\$ 35.00
Certified Copy	\$ 52.50
Registered Agent Designation	<u>\$ 35.00</u>
<b>TOTAL</b>	<b>\$122.50</b>

I give authorization for you to process the Articles of Incorporation and return the certification to Attorneys' Title Insurance Fund, Inc.

Thank you for your assistance, and if you have any questions, please do not hesitate to contact me.

Sincerely yours,

ROBERT A. BURSON, P.A.

Robert A. Burson

RAB\mal  
enclosures

**ARTICLES OF INCORPORATION  
OF  
MID-STATE AUTO BROKERS, INC.**

The undersigned, acting as sole Incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

- FIRST:** The name of the corporation is **MID-STATE AUTO BROKERS, INC.**
- SECOND:** The period of its duration is perpetual.
- THIRD:** The purpose of the corporation is to engage in any activities or business permitted under the laws of the United States and Florida.
- FOURTH:** The corporation shall have authority to issue **TEN THOUSAND (10,000) SHARES**, all of one Class, One Dollar (\$1.00) par value.
- FIFTH:** The street address of the principal office and the mailing address of the corporation is 2440 SE Ocean Boulevard, A204, Stuart, Florida 34996.
- SIXTH:** The street address of its initial registered office is 2440 SE Ocean Boulevard, A204, Stuart, Florida 34996 and the name of its initial registered agent at said address is Richard T. Eaton.
- SEVENTH:** The number of Directors constituting its initial Board of Directors is one (1) whose name and address is as follows:
- Richard T. Eaton  
2440 S.E. Ocean Boulevard  
A204  
Stuart, Florida 34996
- EIGHTH:** The name and address of the Incorporator is as follows:
- Richard T. Eaton  
2440 S.E. Ocean Boulevard  
A204  
Stuart, Florida 34996
- NINTH:** Preemptive Rights
- A. Shareholders of the corporation shall have preemptive rights to acquire their pro rata share of stock of the corporation for all issues of any class of stock of the corporation, no matter when authorized, and for whatever consideration is contemplated to be received by the corporation, including but not limited cash, other property, services, the acquisition of other corporations, shares or property through merger or the extinguishment of debts. Preemptive rights shall apply to the reissuance of all redeemed or otherwise acquired shares, including the reissuance of treasury shares.

- B. This article pertaining to preemptive rights may not be amended or deleted without the unanimous vote of the shareholders of each affected class.
- C. No issue of stock of the corporation shall take place unless the price at which the stock is to be issued shall be unanimously approved by the share-holders of the corporation.
- D. These preemptive rights shall apply to any corporate obligation which is convertible to or exchangeable for any stock of the corporation, or where there is attached to said obligation any stock warrants or rights which allow the holder to acquire by subscription or purchase any stock of the corporation.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation on the 28th day of October, 1997.

  
 \_\_\_\_\_  
 RICHARD T. EATON

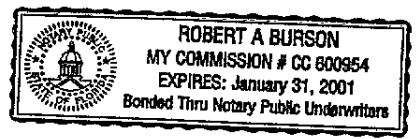
STATE OF FLORIDA  
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 28th day of October, 1997, by RICHARD T. EATON.

  
 \_\_\_\_\_

(Signature of Notary Public - State of Florida)  
(Exactly as commissioned)

ROBERT A. BURSON




\_\_\_\_\_  
(Print, type, or stamp commissioned name of Notary Public)  
(Exactly as commissioned)

Personally known  or produced identification \_\_\_\_\_  
Type of identification produced \_\_\_\_\_

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN  
FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**


In compliance with Sections 48.091 and 607.0501 Florida Statutes, the following is submitted:

That MID-STATE AUTO BROKERS, INC. desiring to organize or qualify under the laws of the state of Florida, with its principal place of business at 2440 SE Ocean Boulevard, A204, Stuart, Florida 34996 has named RICHARD T. EATON as its agent to accept service of process within Florida.

  
RICHARD T. EATON  
Title: INCORPORATOR

Date: October 28, 1997

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I acknowledge that I am familiar with, and accept, the provisions of that position.

  
RICHARD T. EATON

Date: October 28, 1997

FILED  
97 OCT 30 PM 4: 14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA