

PATRICIA R. MUELLER, P.A.

Attorney at Law
14229 U.S. Highway 441
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Patricia R. Mueller

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VIA FEDERAL EXPRESS

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

300002372443--5
-12/16/97-01001-016
****122.50 ****122.50

Re: Filing Articles of Incorporation of
South Quest, Inc.

Dear Ladies or Gentlemen:

With reference to the above captioned matter, enclosed please find the following:

1. Filing cover letter to Secretary of State.
2. Articles of Incorporation for South Quest, Inc.
2. Check payable to the Secretary of State in the amount of \$122.50, as per filing letter.

Please file the Articles of Incorporation the same day you receive this package. Please call back my office to confirm that the Articles have been filed with the Secretary of State's office. You may return the Certified Copy of the Articles in the pre-addressed, pre-paid Federal Express envelope provided.

Thank you for your assistance. Please call us immediately if you have any questions or problems with this filing.

Yours very truly,

Patricia R. Mueller
Patricia R. Mueller

/prm
Enclosures

12/16/97

RECEIVED
DEC 15 PM 3:50
DIVISION OF CORPORATION
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
97 DEC 15 PM 4:04
FILED

PATRICIA R. MUELLER, P.A.

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Patricia R. Mueller

Telephone (352) 343-0770
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December 11, 1997

Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32314

Re: Articles of Incorporation of
SOUTH QUEST, INC.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-named corporation. Please file the original Articles and certify the enclosed copy as the certified copy, and return same to me. Enclosed is my firm's check in the sum of \$122.50 to cover the filing costs, as follows:

1. Filing Fee	\$ 35.00
2. Certified Copy	\$ 52.50
3. Registered Agent Designation	\$ 35.00

Total	\$122.50
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Please do not hesitate to contact me if you have any questions.

Yours very truly,


PATRICIA R. MUELLER

PRM/psc
Enclosure

ARTICLES OF INCORPORATION
OF
SOUTH QUEST, INC.

FILED
97 DEC 15 PM 4:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

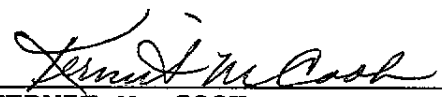
The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

1. The name of the corporation is South Quest, Inc.
2. The period of its duration is perpetual.
3. The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.
4. The corporation shall have the authority to issue 10,000 shares of common stock, all of one class, \$1.00 par value each.
5. The address of its initial registered office is 835 S. Highway 27-441, Lady Lake, Florida 32159, and the name of its initial Registered Agent at said address is Kermit M. Cook.
6. The address of the principal business office and mailing address in the State of Florida is 835 S. Highway 27-441, Lady Lake, Florida 32159.
7. The number of Directors constituting its initial Board of Directors is three (3) whose names and addresses are as follows:

C. Herbert Cook	1901 Kutztown Road Reading, Pennsylvania 19604
Bruce W. Cook	4 Dogleg Drive Reading, Pennsylvania 19606
Kermit M. Cook	2902 Pecan Avenue Leesburg, Florida 34748
8. The name and address of the incorporator is:

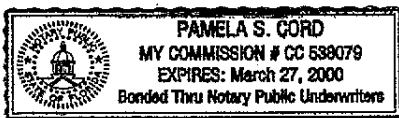
Kermit M. Cook	2902 Pecan Avenue Leesburg, Florida 34748
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9. The effective date of Incorporation shall be the date of filing with the Secretary of State.

Date: 12-12-97


KERMIT M. COOK

STATE OF FLORIDA
COUNTY OF LAKE

The foregoing instrument was acknowledged before me this 12th
day of December, 1997, by KERMIT M. COOK, and who:
(☒) is/are personally known to me.
() produced Florida driver's license(s) as identification.
() produced _____ as identification.



Pamela S. Cord
Notary Public

REGISTERED AGENT ACCEPTANCE

Having been named as Registered Agent to accept service of process for the above referenced corporation, at the place designated in the Articles of Incorporation, I hereby accept the appointment as Registered Agent, and I am familiar with and agree to comply with the provisions of the said Act relative to the obligations of that position and keeping open said office.

Kermit M. Cook
KERMIT M. COOK

FILED
97 DEC 15 PM 4:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA