



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 669452 11580A

AUTHORIZATION :

COST LIMIT : \$ PPD

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 15 AM 10:15

ORDER DATE : January 14, 1998

ORDER TIME : 4:48 PM

ORDER NO. : 669452-005

CUSTOMER NO: 11580A

CUSTOMER: Frank Grey, Esq
HOBBY ANDERSON & GREY

5709 Tidalwave Drive

New Port Richey, FL 34652

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DOMESTIC FILING

NAME: F.I. GREY & SON APPRAISAL
SERVICES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrew Cumper

EXAMINER'S INITIALS:

gc
1/15/98

RECEIVED
98 JAN 15 AM 9:36
DIVISION OF CORPORATION

**ARTICLES OF INCORPORATION
OF**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 15 AM 10:15

F.I. GREY & SON APPRAISAL SERVICES, INC.

We, the undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation for profit under the Laws of the State of Florida, pursuant to Chapter 607, Florida Statutes, and execute the following:

ARTICLE I. CORPORATE NAME

The name of the corporation shall be:

F.I. GREY & SON APPRAISAL SERVICES, INC.

and the principal place of business shall be located at 6328 U.S. Highway 19, New Port Richey, Pasco County, Florida 34652.

ARTICLE II. TERM OF EXISTENCE

This corporation shall have perpetual existence, commencing upon the filing of these Articles with the Secretary of State.

ARTICLE III. GENERAL PURPOSES

The purpose of this Corporation is to engage in direct real estate appraisal services, referral services, and related business, and in any lawful business permitted under the Laws of the State of Florida and the United States.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any time is 1000 shares of common stock, with an initial issuance of 100 shares having a par value of \$1.00 per share.

Authorized stock may be paid for in cash, past services or property, at a just value to be fixed by the Board of Directors of this Corporation at any regular or special meeting.

ARTICLE V. PRE-EMPTIVE SHARE

The shareholders of the Corporation shall have the pre-emptive right to acquire, pro rata, unissued or treasury shares of the Corporation or securities of the Corporation, convertible into or carrying the right to subscribe to or acquire shares.

Such shares or securities may be issued by the Corporation from time to time for money, any property, or past services, in addition to authorized shares, and the pre-emptive right of any shareholder shall be determined by the ratio shares of which he or she is the holder to all authorized and issued shares. The prices, terms, and conditions therefor shall be fixed by the Board of Directors.

Before publicly or privately selling or offering to sell any additional shares of its common stock, or any stock, bonds, debentures, or other securities convertible into common stock, the corporation shall first offer to all of the holders of its common stock the right to purchase a pro-rata portion of such common stock or such securities convertible into common stock.

ARTICLE VI. REGISTERED OFFICE AND AGENT

The Registered Agent and the street address of the initial Registered office of this Corporation shall be:

JOHN R. GREY
6328 U.S. Highway 19
New Port Richey, Florida 34652.

The Board of Directors, from time to time, may designate any other address and place for the registered office of this corporation.

ARTICLE VII. BOARD OF DIRECTORS

This Corporation shall have two (2) director initially. The number of Directors may be increased or diminished, from time to time, by By-Laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VIII. INCORPORATORS

The names and addresses of the Incorporator of these Articles of Incorporation are:

1. JOHN R. GREY	6328 U.S. Highway 19
	New Port Richey, Florida 34652

ARTICLE IX. NAME OF OFFICERS

The names of the officers who are to manage the affairs of the Corporation until the first election under the Articles of Incorporation are:

PRESIDENT:	JOHN R. GREY
SECRETARY:	CHARLES R. GREY
TREASURER:	JOHN R. GREY

ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by Law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain Amendment of these Articles of Incorporation be made.

ARTICLE XI. BY-LAWS

The By-Laws shall be made, amended, or rescinded from time to time as therein provided.

ARTICLE XII. STOCK

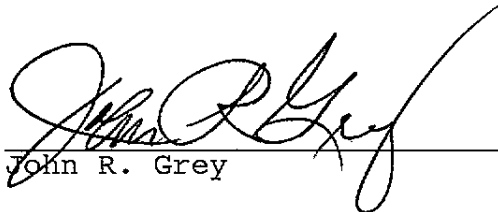
The initial issuance of stock shall be as follows:

- | | |
|--------------------|-----------|
| 1. JOHN R. GREY | 70 Shares |
| 2. CHARLES R. GREY | 30 Shares |

ARTICLE XIII. RIGHT OF FIRST REFUSAL

The Corporation shall have the right of first refusal to any shareholder who desires to sell his shares or portions thereof, the compensation for which shall be fixed by the Board of Directors.

IN WITNESS WHEREOF, the undersigned Incorporator has executed the foregoing Articles of Incorporation this 8th day of January, 1998.



John R. Grey

**STATE OF FLORIDA
COUNTY OF PASCO**

Before me, the undersigned Notary Public, personally appeared JOHN R. GREY, to me known to be the person described in and who executed the foregoing Articles of Incorporation, who did not take an oath, and who acknowledged before me that he subscribed his name to these Articles of Incorporation on the 8th day of January, 1998.

IDENTIFICATION
FURNISHED:

Personally Known

Patricia A. Clifford-Schalk
NAME: *PATRICIA A. CLIFFORD-SCHALK*
Notary Public, State of Florida
My Commission Expires:



Patricia A. Clifford-Schalk
MY COMMISSION # CC572478 EXPIRES
August 18, 2000
BONDED THROUGH TROY FAIR INSURANCE, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 15 AM 10:15


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

In compliance with Section 48.091, Florida Statutes, the following is submitted:

FIRST: That F. I. GREY & SON APPRAISAL SERVICES, INC., desiring to organize or qualify under the Laws of the State of Florida, with its principal place of business at: **6328 U.S. Highway 19, New Port Richey, Pasco County, Florida 34652,**

has named: **JOHN R. GREY**
located at: **6328 U.S. Highway 19**
New Port Richey, Florida 34652

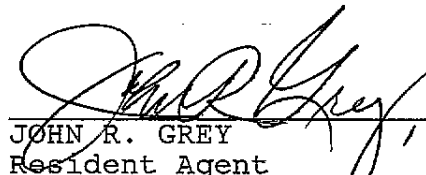
as its agent to accept service of process within the State of Florida.



JOHN R. GREY
TITLE: PRESIDENT

DATE: JANUARY 8, 1998.

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 further agree to comply with the provisions of all Statutes relative to the property and complete performance of my duties.



JOHN R. GREY
Resident Agent

DATE: JANUARY 8, 1998.