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NAME: FEDERAL GUARANTY MORTGAGE TITLE COMPANY  
AUDIT NUMBER.....H98000001379  
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.  
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**ARTICLES OF INCORPORATION  
OF  
FEDERAL GUARANTY MORTGAGE TITLE COMPANY**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I  
NAME**

The name of the corporation is **FEDERAL GUARANTY MORTGAGE TITLE COMPANY.**

**ARTICLE II  
PRINCIPAL OFFICE**

The mailing address of this corporation is 2801 Ponce De Leon Boulevard, Suite 800, Coral Gables, Florida 33134.

**ARTICLE III  
PURPOSE**

The corporation is organized for the transaction of any and all lawful business for which a corporation may be incorporated under the laws of the state of Florida, including but not limited to the business of issuing title insurance policies, title searches, closings any other business incident or connected to such business.

**ARTICLE IV  
CAPITAL STOCK**

The capital stock authorized, the par value thereof and the characteristics of such stock shall be as follows:

| <u>Number of Shares Authorized</u> | <u>Par Value/Share</u> | <u>Class of Stock</u> |
|------------------------------------|------------------------|-----------------------|
| 100                                | \$1.00                 | Common                |

Prepared by:  
Emelita Figarola Pupo, Esq.  
1890 Southwest 57<sup>th</sup> Avenue, Suite 108-E  
Coral Gables, Florida 33135  
Tel.: (305) 262-0067  
Florida Bar: 932906

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**ARTICLE V**  
**TERM OF EXISTENCE**

This corporation is to exist perpetually from the date these Articles are subscribed to the provisions of the Florida Statutes Sections 607.167.

**ARTICLE VI**  
**INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is EMELITA FIGAROLA PUPO and the address of the initial state registered office is 2801 Ponce De Leon Boulevard, Suite 800, Coral Gables, Florida 33134, pursuant to the Florida Statutes Section 607.0501 and 607.0505. The registered agent shall also serve as resident agent pursuant to Florida Statutes Section 48.091.

**ARTICLE VII**  
**DIRECTORS**

The corporation shall have two (2) directors initially. The number of directors may be changed from time to time in accordance with the by-laws adopted by the directors, but the number shall never be less than one (1). The name and street address of the initial directors of the corporation are:

EMELITA FIGAROLA PUPO and FRANK GARCIA  
2801 Ponce De Leon Boulevard  
Suite 800  
Coral Gables, Florida 33134

**ARTICLE VIII**  
**INCORPORATOR**

The name and street address of the incorporator is:

EMELITA FIGAROLA PUPO  
2801 Ponce De Leon Boulevard  
Suite 800  
Coral Gables, Florida 33134

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**ARTICLE IX**  
**PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

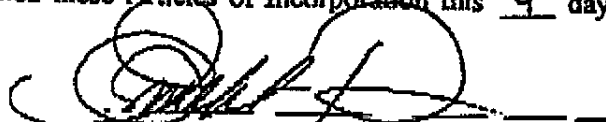
**ARTICLES X**  
**CUMULATIVE VOTING**

At each election for directors, cumulative voting as set forth in Florida Statutes Section 607.097 (4) shall be allowed, provided ten (10) days' notice in writing be given the secretary of the company by the shareholder desiring cumulative voting.

**ARTICLE XI**  
**INDEMNIFICATION**

This Corporation shall indemnify and may advance expenses on behalf of its officers and directors to the fullest extent not prohibited by any law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 9<sup>th</sup> day of January, 1998.

  
Incorporator

STATE OF FLORIDA )  
                          )SS:  
COUNTY OF DADE )

The foregoing instrument was acknowledged before me this 9<sup>th</sup> day of January, 1998, by Emelita F. Pupo personally known to me or who has produced the following identification.

My commission expires:  
(Seal)

  
Notary Public for State of Florida at Large

**ANA J. RODRIGUEZ**  
Notary Public, State of Florida  
My Comm. Expires May 22, 1998  
No. CC 374846  
Contact The Official Notary Service

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**ACCEPTANCE BY REGISTERED AGENT**

Having been named to accept service of process from the above stated corporation at the place designated in Article VI, I hereby accept appointment and agree to comply with the provisions and all statutes relating to the proper and complete performance of my duties, and I am familiar and have accepted the obligation of my position as provided in Florida Statutes Section 607.0505.

  
EMELITA FIGAROLA PUPO  
Registered Agent

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TALLAHASSEE, FLORIDA

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