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ACCOUNT NO. : 072100000032

REFERENCE: 694216 9223A

AUTHORIZATION:

COST LIMIT :

ORDER DATE: February 4, 1998

ORDER TIME : 2:08 PM

ORDER NO. : 694216-005

CUSTOMER NO:

9223A

CUSTOMER: Donald R. Hall, Esq.

GOZA & HALL

600002421786--5

Corporate Square, Suite 402

28050 Us 19 North Clearwater, FL 33761

DOMESTIC FILING

NAME:

ASSOCIATED TITLE, INC.

EFFECTIVE DATE:

_ ARTICLES OF INCORPORATION

CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrew Cumper

FILED

98 FEB -4 AM 10: 29

ARTICLES OF INCORPORATION

SECRETARY OF STATE TALLAHASSEE, FLORIDA

OF

ASSOCIATED TITLE, INC.

<u> Article I - Name</u>

The name of this corporation is ASSOCIATED TITLE, INC.

Article II - Principal Place of Business

The principal place of business of this corporation is 28050 U.S. Hwy. 19 North, Suite 402, Clearwater, FL 33761.

Article III - Duration

This corporation shall exist for a perpetual period.

<u>Article IV - Purpose</u>

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated.

Article V - Capital Stock

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock.

Article VI - Preemptive Rights

The shareholders of the corporation shall have all preemptive rights to acquire unissued shares pursuant to F.S. 607.0630, as amended.

Article VII - Preferences, Limitations and Relative Rights of Shares of Capital Stock

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

Article VIII - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 28050 U.S. Hwy. 19 North, Suite 402, Clearwater, FL 33761, and the name of the initial registered agent of this corporation at that address is Donald R. Hall.

Registered Agent's Acceptance:

I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said corporation.

By: Donald P Hall

Article IX - Incorporator

The name and address of the person signing these articles is:
Donald R. Hall, 28050 U.S. Hwy. 19 North, Suite 402, Clearwater, FL
33761.

Article X - Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

Article XI - Powers

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

Article XII - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

Article XIII - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation this 32 day of February, 1998.

Donald R. Hall, Subscriber

STATE OF FLORIDA

COUNTY OF PINELLAS

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared DONALD R. HALL, who is personally known to me, and he acknowledged before me that he executed those articles of incorporation freely and voluntarily.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this day of February, 1998.

Notary Public

My Commission Expires: