

Law Offices of

**Michael J. McNicholas, P.A.**

320 West Ocean Boulevard  
Post Office Box 2394  
Stuart, FL 34995-2394

TELEPHONE (561) 781-0411  
FACSIMILE (561) 781-0418

Via Federal Express

May 5, 1998

Attorney's Title Insurance Fund, Inc.  
Leon Branch  
Att: Barbara  
660 E. Jefferson Street  
Tallahassee, FL 32301

400002513844--3  
-05/06/98--01080--015  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Filing of Enclosed Articles of Incorporation

Dear Barbara:

Enclosed, please find the Articles of Incorporation of THE DAVID WILLIAM McNICHOLAS FOUNDATION, INC. I would appreciate your having these articles filed with the Department of State at your earliest convenience. I would also appreciate your faxing to me proof of filing at (561) 781-0418 upon your receipt.

Also enclosed are this firm's checks as follows:

Department of State	\$70.00	Filing Fee
Attorney's Title Insurance Fund	15.00	Service Fee

Thank you for your assistance and cooperation in this matter. Should you have any questions or concerns, please do not hesitate to contact me.

Sincerely,

*Michael J. McNicholas*  
Michael J. McNicholas  
FUND Agent No. 20697

Enclosures

5/6/98

FILED  
98 MAY -6 PM 2:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
RECEIVED  
98 MAY -6 PM 1:49  
DIVISION OF CORPORATION

**FILED**

**98 MAY -6 PM 2:34**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

**ARTICLES OF INCORPORATION**  
**OF**  
**THE DAVID WILLIAM McNICHOLAS FOUNDATION, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I - NAME**

The name of the corporation shall be: **The David William McNicholas Foundation, Inc.**

**ARTICLE II - PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

320 West Ocean Boulevard  
P.O. Box 2394  
Stuart, Florida 34995-2394

**ARTICLE III - CAPITAL STOCK**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: one hundred (100) shares of common stock having a ONE AND 00/100 (\$1.00) DOLLAR par value per share.

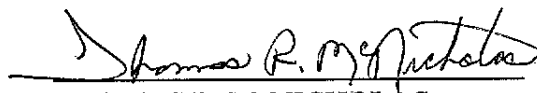
**ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS**

Michael J. McNicholas, Esquire  
320 West Ocean Boulevard  
Stuart, Florida 34994

**ARTICLE V - INCORPORATOR**

Thomas R. McNicholas  
1811 Palm City Road, Unit A-202  
Stuart, FL 34994


The undersigned incorporator has executed these Articles of Incorporation the 30th day of April, 1998.


  
THOMAS R. McNICHOLAS

**STATE OF FLORIDA  
COUNTY OF MARTIN**

The foregoing instrument was acknowledged before me this 30th day of April, 1998, by Thomas R. McNicholas, who [☒] is personally known to me or [ ☐ ] has produced \_\_\_\_\_ as identification.

[Notarial Seal]

  
[Print Name] BONNIE D. ANANIA  
Notary Public  
State of Florida at Large  
My commission expires: \_\_\_\_\_

 Bonnie D Anania  
My Commission CC698273  
Expires November 23, 2001

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida.

1. The name of the corporation is: **The David William McNicholas Foundation, Inc.**
2. The name and address of the registered agent and office is:

Michael J. McNicholas, Esquire  
320 West Ocean Boulevard  
Stuart, Florida 34994

Date: April 30, 1998

  
MICHAEL J. McNICHOLAS

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

  
MICHAEL J. McNICHOLAS

Date: April 30, 1998

**FILED**  
98 MAY -6 PM 2:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA