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JOHNSON BLAKELY

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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: JOHNSON, BLAKELY, POPE, BOKER, RUPPEL & BURN ACCT#:
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SUB ACCOUNT NO. 38964.97998

NAME: COLLIERS ARNOLD VALUATION ADVISORY SERVICES,

AUDIT NUMBER.....H98000017389

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0 PAGES..... 3

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
COLLIERS ARNOLD VALUATION ADVISORY SERVICES, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

COLLIERS ARNOLD VALUATION ADVISORY SERVICES, INC.

ARTICLE II - Principal Office

The principal place of business and mailing address of the corporation shall be:
121 North Osceola Avenue, Clearwater, Florida 33755-4039.

ARTICLE III - Capital Stock

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000. The par value of each share of stock shall be One Cent (\$.01).

ARTICLE IV - Initial Registered Agent and Street Address

The name and the street address of the initial registered agent of the corporation are Lee E. Arnold, Jr., 121 North Osceola Avenue, Clearwater, Florida 33755-4039.

Prepared By:

Donald P. Reed, Esq.
Johnson, Blakely, Pope, Bokor,
Ruppel & Burns, P.A.
911 Chestnut Street
Clearwater, Florida 33756
Bar No. 995274
(813) 461-1818

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ARTICLE V - Incorporator

The name and address of the incorporator signing these Articles of Incorporation are:

Name

Address

Lee E. Arnold, Jr.

121 North Osceola Avenue
Clearwater, Florida 33755-4039

ARTICLE VI - Indemnification

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

ARTICLE VII - Amendment

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 31 day of August, 1998.



Lee E. Arnold, Jr.

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT
AND REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, *Florida Statutes*, COLLIERS ARNOLD VALUATION ADVISORY SERVICES, INC., desiring to organize under the laws of the State of Florida, designates Lee E. Arnold, Jr., 121 North Osceola Avenue, Clearwater, Florida 33755-4039, as its registered agent and registered office in the State of Florida.

ACCEPTANCE OF DESIGNATION

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.



Lee E. Arnold, Jr.Date: August 31, 1998

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