

**HAROLD F. PEEK, JR.**

Attorney at Law



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November 12, 1998

Florida Department of State  
Secretary of State  
Attn: Irene Albritton  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Dear Ms. Albritton:

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-11/24/98-01007-002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Attached is an original and copy of the Articles of Incorporation for Reddell & Associates Land Title Services, Inc. Please send me a stamped copy for mine and my clients records. If I can assist you any further, please do not hesitate to contact me. Thank you.

Sincerely Yours,

A handwritten signature in cursive script, appearing to read "Harold F. Peek, Jr.".

Harold F. Peek, Jr.  
HFP/mjh  
Enclosures

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

\_\_\_\_\_ GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT \_\_\_\_\_  
DATE \_\_\_\_\_  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## **ARTICLES OF INCORPORATION**

**OF**

### **REDELL AND ASSOCIATES LAND TITLE SERVICES, INC.**

The undersigned, for the purpose of forming a Corporation under the Florida Corporation Act, do hereby adopt the following Articles of Incorporation:

#### **ARTICLE I - NAME**

The name of the Corporation is Reddell and Associates Land Title Services, Inc.

#### **ARTICLE II - DURATION**

The duration of the corporation is for an indefinite period of time (i.e. perpetual)

#### **ARTICLE III - PURPOSE**

The general purposes for which the Corporation is organized are:

1. to engage in abstracting, title insurance, and real estate closings.
2. To transact any other lawful business for which Corporations may be incorporated under the Florida General Corporation Act or engage in any other trade or business which can in the opinion of the Board of Directors or the Corporation be advantageously carried on in the connection with or auxiliary to the foregoing business.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

#### **ARTICLE IV - CAPITAL STOCKS**

The maximum 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 par value of One Dollar (\$1.00) per share, which such stock shall have the entire voting power of the Corporation. Stock shall be issued under Section § 1244 of the Internal Revenue Code.

**ARTICLE V - PRINCIPLE OFFICE AND MAILING ADDRESS  
INITIAL REGISTERED OFFICE & AGENT**

The address of the initial registered office of this Corporation is 188 Main Street, N., Crestview, FL 32536. The initial registered agent shall be, Jennifer Reddell, 6261 Holloway Rd., Baker, FL 32541. The principal office and mailing address of the Corporation shall be, 188 Main Street, N., Crestview, FL 32536.

**ARTICLE VI - INITIAL BOARD OF DIRECTORS**

The number of Directors constituting the initial Board of Directors of the Corporation is one (1). The name and address of each person who is to serve as a member of the Initial Board of Directors is:

Jennifer Reddell	6261 Holloway Rd. Baker, FL 32541
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Ralph Reddell	6261 Holloway Rd. Baker, FL 32541
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**ARTICLE VII - INCORPORATORS**

Name and Address of each Incorporator is:

Jennifer Reddell	6261 Holloway Rd. Baker, FL 32541
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Ralph Reddell	6261 Holloway Rd. Baker, FL 32541
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**ARTICLE VIII - VOTING RIGHTS**

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 IX - PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for such 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 prorata share thereof (as nearly as may be done without issuance of fractional shares) at a price at which it is offered to others, in such a manner that he will own the same percentage interest of the Corporation after the new offering as he had before the stock issuance.

## **ARTICLE X - BY-LAWS**

The power to adopt, alter, amend, or repeal by-laws shall be vested in the Board of Directors.

## **ARTICLE XI - STOCK ISSUANCE**

Share of capital stock of this Corporation shall be issued initially to the following persons and in the amount set opposite their name:

Jennifer & Ralph Reddell	100 Shares
(Joint with full rights of survivorship)	

## **ARTICLE XII - CALLING OF SPECIAL MEETINGS**

Special meetings of the shareholders may be called by a majority of the shareholders.

## **ARTICLE XIII - SHAREHOLDERS QUORUM & VOTING**

Fifty-one percent (51%) of the shares entitled to vote, represented in one person or by proxy, shall constitute a quorum at a meeting of shareholders. If a quorum is present, the affirmative vote of at least fifty-one percent (51%) of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

## **ARTICLE XIV - APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER**

The approval of the shareholders of this Corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

#### **ARTICLE XV - SHAREHOLDERS MEETING REQUIRED**

Any section of the shareholders of this Corporation must be taken at a meeting of shareholders of this Corporation duly called as provided by law.

#### **ARTICLE XVI - POWERS**

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

#### **ARTICLE XVII - AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved by vote of at least fifty-one percent (51%) of the stock entitled to vote thereon. Any action of the shareholders taken without a meeting or consent in writing setting forth the action so taken shall be signed by all persons who would be entitled to vote upon such action at a meeting filed with the Secretary of the Corporation as a part of the Corporate Records.

IN WITNESS WHEREOF, WE, the undersigned, being the original subscribers to the capital stock hereinbefore named, have hereunto set our hands and seals this 3<sup>rd</sup> day of November, 1998, for the purpose of forming this Corporation to do business both within and without the State of Florida, do make and file in the office of the Secretary of State, these Articles of Incorporation and certify that the facts herein stated are true.

  
JENNIFER REDDELL

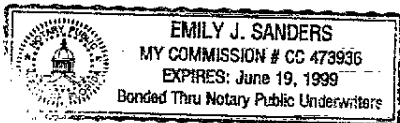
  
RALPH REDDELL

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**STATE OF FLORIDA**

**COUNTY OF OKALOOSA**

BEFORE ME, the undersigned authority, personally appeared, JENNIFER & RALPH REDDELL, who is personally known to me, or who has produced \_\_\_\_\_ as identification, and upon their oath acknowledged that they executed the foregoing Articles of Incorporation for the purposes set forth therein on the 3rd day of November, 1998.



*Emily J. Sanders*  
**NOTARY PUBLIC**, State of Florida  
My Commission Expires:

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

In pursuance to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act,  
Reddell and Associates Land Title Services, Inc.  
Technical Solutions, Inc., desiring to organize under the laws of the State of Florida, with its principle office as indicated in the Articles of Incorporation at the City of Crestview, County of Okaloosa, State of Florida, has named JENNIFER REDDELL, 6261 Holloway Rd. Baker, FL 32541 as the agent for Service of Process within the State of Florida. Having been named to accept Service of Process for the above stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

By:

*Jennifer Reddell*  
**JENNIFER REDDELL**