

DENNIS V. NYMARK, P.A.

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December 10, 1998

Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, FL 32314

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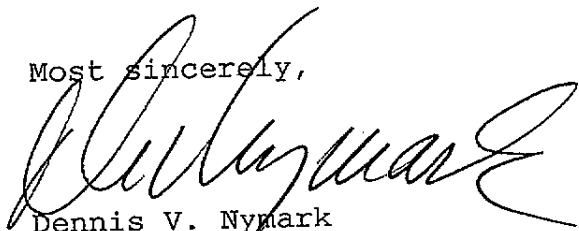
****122.50 *****78.75

Re: ADVANTAGE TITLE INSURANCE CO., INC.

Gentlemen:

Enclosed is the original and one copy of the Articles of Incorporation for ADVANTAGE TITLE INSURANCE CO. INC., and a check for \$122.50 Please return one certified copy.

Most sincerely,



Dennis V. Nymark
DVN/cn

Enclosures

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
ADVANTAGE TITLE INSURANCE CO., INC.

We, the undersigned incorporators, hereby make, subscribe, acknowledge and file with the Secretary of State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation shall be:

ADVANTAGE TITLE INSURANCE CO., INC.

ARTICLE II

Business, Objectives or Purposes

The general nature of the business to be transacted by this corporation, or the objects or purposes of the corporation, shall be as follows:

a) To manufacture, purchase or otherwise dispose of; and to invest, trade, deal in and deal with, goods, wares, merchandise and real personal property of every class and description.

b) To engage in any lawful enterprise, whether commercial, industrial or agricultural, calculated or designed to be profitable to this corporation, including but not limited to the carrying on a business of the sale of services related to act as an agent for any duly licensed title insurance underwriter in the issuance of title insurance policies of any such insurance company, and generally to do all things as are convenient or necessary for the accomplishment and furtherance of the powers set forth herein.

c) To generally engage in, do and perform, any enterprise, act or vocation that a natural person might or could do or perform.

d) To purchase, lease and hold real and personal property and any and every estate and interest therein and chooses in action secured thereby; to improve, manage, operate, sell, mortgage, lease and otherwise dispose of any property; to loan money upon such property and to take mortgages and assignments of

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mortgages on the same; and to transact all or any other business which may be necessary or incidental or proper to the exercise of any or all of the aforesaid purposes of the corporation.

e) To borrow money and contract debts when necessary for the transaction of its business or for the exercise of its corporate rights, privileges or franchises, or for any other lawful purposes; to issue bonds, promissory notes, bills of exchanges, debentures and other obligations and evidences of indebtedness payable at a specified time or times secured by mortgage or otherwise.

f) To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of the shares of the capital stock of, or any bonds issued by, or evidences of indebtedness created by, any other corporation or corporations, and while owning said stock to exercise all the rights, powers and privileges of ownership, including the right to vote thereon.

g) To purchase, sell and transfer shares of its own capital stock.

h) To acquire, enjoy, utilize and dispose of patents, copyrights, trademarks and any licenses or other rights or interest therein and thereunder.

i) In general, to carry on any other business in connection with the foregoing and to have and exercise all powers conferred by the laws of Florida upon corporations formed under the general corporation acts of the State of Florida, and any amendments thereto, and to do any and all things herein before set forth to the same extent as a natural person might or could do.

The foregoing clauses shall be construed both as objects and powers; and it is hereby expressly provided that the foregoing enumeration of special powers shall not be held to limit or restrict in any manner the powers of this corporation.

ARTICLE III

Capital Stock

a) The total number of shares of capital stock authorized to be issued by the corporation shall be One Thousand (1,000) shares consisting of Five Hundred (500) common Class A shares with a par value of \$1.00 per share and Five Hundred (500) common Class B shares with a par value of \$1.00 per share. The express terms and provisions of the shares of each class are as follows:

1. Relative rights and preferences. The relative rights, privileges, and limitations of the Class A Shares and Class B Shares shall be in all respects identical, share for share, except that the voting power for the election of directors and for

all purposes shall be vested exclusively in the holders of the Class A Shares and, except as otherwise required by law, the holder of the Class B Shares shall not have any voting power but shall be entitled to receive any notice of meetings of shareholders.

b) Each of the said shares of Class A stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders.

In the election of directors of this corporation there shall be no cumulative voting of the stock entitled to vote at such elections.

c) All or any part of said capital stock will be paid for in cash. All stock when issued shall be paid for and shall be non-assessable.

d) No holder of stock of the corporation of any class shall have any preemptive or preferential right to subscribe to, purchase or receive any shares of any class of stock of the corporation, whether now or hereafter authorized, or any notes, debentures, bonds, or other securities convertible into, or carrying options or warrants to purchase, shares of any class of stock of the corporation issued or sold or proposed to be issued, or sold, or with respect to which options or warrants shall be granted; but all such shares of stock of any class, or notes, debentures, bonds or other securities convertible into, or carrying options or warrants of or sold by the Board of Directors on such terms and for such consideration, so far as may be permitted by law, and to such person or persons as the Board of Directors may determine.

e) The shareholders of this corporation shall have the power to include in the by-laws, adopted by a majority of the shareholders, any regulatory or restrictive provisions regarding the proposed sale, transfer or other disposition of any of the outstanding stock of by any of its shareholders, or in the event of the death of any of its shareholders. The manner and form, as well as the relevant terms, conditions and details, of the disposition shall be determined by the shareholders of the corporation; provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice of the provisions unless the existence of the provisions is plainly noted on the certificate evidencing the ownership of such stock. No shareholder of this corporation may sell or transfer his or her stock in the corporation except to another individual who is eligible to be a shareholder of the particular class of shares (Class A or Class B) being offered for sale, and the sale or transfer may be made only after it has been approved at a shareholder meeting especially called for that purpose. Class A stock may be sold only to an attorney or attorneys licensed to practice law in the State of Florida. Class B stock may be sold to any individual who is sui juris.

ARTICLE IV

Capital to Begin Business

The amount of capital with which this corporation will begin business will be One Thousand (1,000.00).

ARTICLE V

Existence of Corporation

This corporation shall have perpetual existence.

ARTICLE VI

Principal Office

The principal office of this corporation shall be located at 110 S. Pebble Beach Blvd., Sun City Center, FL 33573, but the corporation shall have the power to relocate its principal office and to establish branch offices at other places within or without the State of Florida as may be determined and deemed expedient.

ARTICLE VII

Board of Directors

There shall be a Board of Directors for this corporation which shall consist of not less than one (1) and not more than five (5) members, the number of the same to be fixed by the stockholders or by the corporate by-laws. Each of the said directors shall be of full age and at least one of them shall be a citizen of the United States. A quorum for the transaction of business shall be a majority of the directors qualified and active, and the act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the directors.

Subject to the by-laws of this corporation, meetings of the directors may be held within or without the State of Florida. Directors need not be stockholders. The stockholders of this corporation may remove any director from office at any time with or without cause.

ARTICLE VIII

First Board of Directors

The names and street addresses of the members of the first Board of Directors of this corporation who, subject to these Articles of Incorporation, the by-laws of this corporation and the laws of the State of Florida, shall hold office, for the first year of the existence is held by the stockholders for the election of permanent directors, or until their successors have been duly elected and qualified are:

| NAME | ADDRESS |
|-------------------|--------------------------------------------------------|
| BEVERLY K. PARKER | 1509 Rickenbacker Drive Sun City Center, FL 33573 |
| DENNIS V. NYMARK | 110 S. Pebble Beach Blvd. Sun City Center, FL 33573 |

ARTICLE IX

Initial Officers

The names and street addresses of the initial officers of this corporation, who, subject to these Articles of Incorporation, the by-laws of this corporation and the laws of the State of Florida, shall hold office, for the first year of the existence of this corporation, or until an election is held by the Board of Directors for the election of permanent officers, or until their successors have been duly elected and qualified are:

| NAME | ADDRESS |
|---------------------------------------------------|--------------------------------------------------------|
| DENNIS V. NYMARK President and Treasurer | 110 S. Pebble Beach Blvd. Sun City Center, FL 33573 |
| BEVERLY K. PARKER Vice President and Secretary | 1509 Rickenbacker Drive Sun City Center, FL 33573 |

ARTICLE X

Subscriber

The name and address of the subscriber to these Articles of Incorporation is:

| NAME | ADDRESS |
|---------------------------------------------------------|--------------------------------------------------------|
| Dennis V. Nymark, as to 500 shares of Class A Stock | 110 S. Pebble Beach Blvd. Sun City Center, FL 33573 |
| Beverly K. Parker, as to 500 shares of Class B Stock | 1509 Rickenbacker Drive Sun City Center, FL 33573 |

ARTICLE XI

Transactions with Corporations

No contract or other transaction between this corporation and any other corporation, and no contract or transaction of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in any other corporation, or are directors or officers of any other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors. Any director of this corporation or member of such firm, or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such officer or director of such other corporation or member of such firm, or not so interested.

ARTICLE XII

By-Laws

a) The power to adopt the by-laws of this corporation, to alter, amend or repeal the by-laws, or to adopt new by-laws, shall be vested in the Board of Directors of this corporation; provided that any by-law or amendment thereto as adopted by the Board of Directors may be altered, amended or repealed by vote of the stockholders entitled to vote thereon, or a new by-law in lieu thereof may be adopted by vote of the stockholders. No by-law which has been altered, amended or adopted by such a vote of the

stockholders may be altered, amended or repealed by vote of the directors until two years shall have expired since such action by vote of such stockholders.

b) The by-laws of this corporation shall be for the government of the corporation and may contain any provisions of requirements for the corporation, provided the same are not inconsistent with the provisions of these Articles of Incorporation or contrary to the laws of the State of Florida or the United States.

ARTICLE XIII

Amendment of Articles of Incorporation

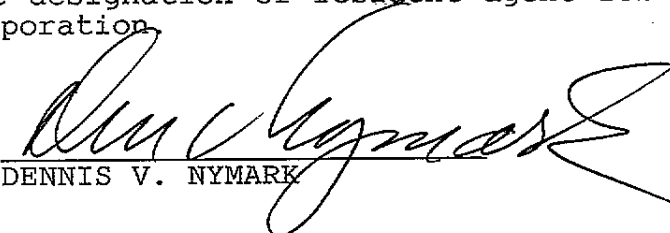
The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

ARTICLE XIV

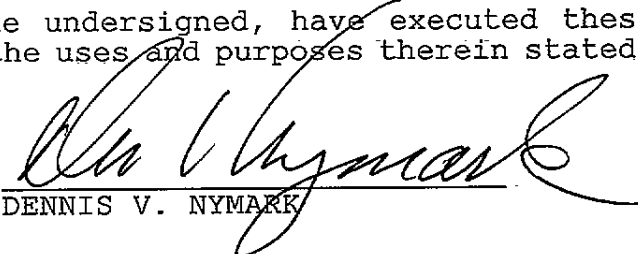
Designation of Resident Agent


The corporation designates as resident agent for service of process, Dennis V. Nymark, whose address is 110 S. Pebble Beach Blvd., Sun City Center, FL 33573.

I hereby accept the designation of resident agent for service of process on this corporation


DENNIS V. NYMARK

IN WITNESS WHEREOF we, the undersigned, have executed these Articles of Incorporation for the uses and purposes therein stated.


DENNIS V. NYMARK


BEVERLY K. PARKER

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TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, on this 10th day of December 1998, personally appeared Dennis V. Nymark and Beverly K. Parker, to me well known to be the persons described in and who signed the foregoing Articles of Incorporation and acknowledged to me that they executed the same freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal the date aforesaid.

Paula J. Thomas
NOTARY PUBLIC
Notary Stamp:



Paula J. Thomas
MY COMMISSION # CC725879 EXPIRES
May 22, 2002
BONDED THRU TROY FAIN INSURANCE, INC