ACCOUNT NO. : 072100000032

REFERENCE: 094288 156480A

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE: January 11, 1999

ORDER TIME : 4:49 PM

ORDER NO. : 094288-005

200002764702--1

CUSTOMER NO: 156480A

CUSTOMER: Ms. Leanne Heller

PAWLOWSKI, ROBERTS & COMPANY PAWLOWSKI, ROBERTS & COMPANY

101 East Kennedy Drive

Suite 2125

Tampa, FL 33602

DOMESTIC FILING

NAME:

VALUEPOINT REAL ESTATE

APPRAISAL, INC.

EFFECTIVE DATE:

XX 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: Cassandra Lamm

EXAMINER'S INITIALS:

DIVISION OF CORPORATION

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DIVISION OF CORPORATIONS

99 FEB -4 PM 3: 14

ARTICLES OF INCORPORATION

OF

VALUEPOINT REAL ESTATE APPRAISAL, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100,000 shares of common stock having \$1.00 par vlaue per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 2994 Bonaventure Circle, Apartment 202, Palm Harbor, Florida 34684, and the name of the initial registered agent at that address is John M. Cale.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The names and addresses of the initial members of the Board of Directors are:

John M. Cale. Dir.

2994 Bonaventure Circle, Apartment 202 Palm Harbor, Florida 34684

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on February 3, 1999.

CORPORATION SERVICE COMPANY

By: Deleoran D Skipper.

It's Agent, Deborah D. Skipper

CLB

DIVISION OF CORPORATIONS

99 FEB -4 PM 3: 14

ACCEPTANCE OF REGISTERED AGENT BESIGNATED IN THE ARTICLES OF INCORPORATION

John M. Cale, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

VALUEPOINT REAL ESTATE APPRAISAL, INC.

John M. Cale is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Typed Name: John M. Cale