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March 10, 1999

Secretary of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

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-03/12/99--01044--017
****122.50 ****78.75

RE: All-Pro Title Insurance Agency, Inc

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,



Nicole R. Gibbs,
Registered Agent
All-Pro Title Insurance Agency, Inc
31 Old Kings Rd. North, Suite 5
Palm Coast, FL 32174
904-445-2100

FILED
99 MAR 12 AM 10:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dmc
3/18/99

FILED

99 MAR 12 AM 10:46

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

All-Pro Title Insurance Agency, Inc

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

ARTICLE ONE - NAME

The name of this corporation is All-Pro Title Insurance Agency, Inc

ARTICLE TWO - PRINCIPAL OFFICE

The street address of the initial principal office of the corporation is

31 OLD KINGS ROAD NORTH, SUITE 5
PAIM COAST, FLORIDA 32137

The mailing address of the corporation is

31 OLD KINGS ROAD NORTH, SUITE 5
PAIM COAST, FLORIDA 32137

ARTICLE THREE - CORPORATE DURATION

This duration of the corporation is perpetual.

ARTICLE FOUR - PURPOSES

The general purposes for which the corporation is organized are:

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

ARTICLE FIVE - CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is 500. Such shares shall be of a single class and shall have a par value of One dollar per share and shall be fully paid before the corporation begins the transaction of its business.

ARTICLE SIX - REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is NICOLE R. GIBBS, and the name of its initial registered agent at such address is 31 OLD KINGS ROAD NORTH, SUITE 5
PALE COAST, FLORIDA 32137

ARTICLE SEVEN - DIRECTORS

The number of directors constituting the corporation's initial board of directors is 3. The name and address of each person who is to serve as a member of the initial board of directors is:

SANDRA M. McDERMOTT, PRESIDENT

Nicole R. Gibbs, U. Pres.

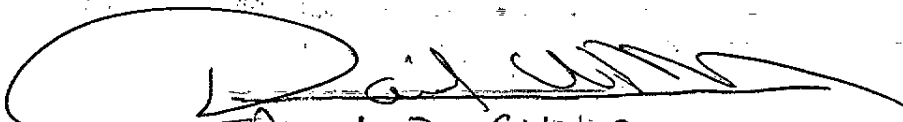
DAVID D. GIBBS, TREASURER

Nicole R. Gibbs, Sec

ARTICLE EIGHT - INCORPORATORS

The name and address of each incorporator is:

31 Old King Rd North, Suite 5
David D. Gibbs Palm Coast, FL 32137


David D. Gibbs

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

FILED

CERTIFICATE OF REGISTERED AGENT

99 MAR 12 AM 10:46

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

All-Pro Title Insurance Agency, Inc.
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 31 Old Kings Road North, Suite 5
Palma Coast FL 32137

has named Nicol R. Gibbs

located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

[Signature]
(registered agent)