

P99000029224

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Boyd Appraisal
Service, Inc.

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CLERK OF STATE
TALLAHASSEE, FLORIDA

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Date 3/30/99

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LTD Partnership File _____
Foreign Corp. File _____
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Fictitious Name File _____
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Merger File _____
Art. of Amend. File _____
RA Resignation _____
Dissolution / Withdrawal _____
Annual Report / Reinstatement _____
✓ Cert. Copy _____
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Certificate of Good Standing _____
Certificate of Status _____
Certificate of Fictitious Name _____
Corp Record Search _____
Officer Search _____
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FILED
CLERK OF STATE
DIVISION OF CORPORATIONS

R. Purinton MAR 30 1999

ARTICLES OF INCORPORATION
OF
BOYD APPRAISAL SERVICE, INC.

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

ARTICLE I - NAME

The name of this corporation is BOYD APPRAISAL SERVICE, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

C. To engage in the business of real estate appraisal and consultation services.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the Corporation is

authorized to issue is ONE THOUSAND (1,000) shares of common stock. Such shares shall be of a single class and shall have no par value per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent of this corporation is Edward A. Boyd, Jr., 10 West Jefferson Street, Brooksville, F 34601. The principal office and mailing address of this corporation is 10 West Jefferson Street, P. O. Box 373, Brooksville, FL 34605-0373.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) Directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time in accordance with the By-Laws but shall never be less than one. The names and addresses of the initial Board of Directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Janet M. Boyd	10 West Jefferson Street P. O. Box 373 Brooksville, FL 34605-0373
Edward A. Boyd, Jr.	10 West Jefferson Street P. O. Box 373 Brooksville, FL 34605-0373

ARTICLE VII - INCORPORATOR(S)

The name and address of the Incorporators are:

<u>NAME</u>	<u>ADDRESS</u>
Janet M. Boyd	10 West Jefferson Street P. O. Box 373 Brooksville, FL 34605-0373
Edward A. Boyd, Jr.	10 West Jefferson Street P. O. Box 373 Brooksville, FL 34605-0373

ARTICLE VIII - PREEMPTIVE RIGHTS

Each Shareholder of the Corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the price for which it is offered to others, that Shareholder's pro rata portion of the following:

A. Any stock of any class that the Corporation may issue or sell, whether or not exchangeable for any stock of the Corporation of any class or classes, and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed or by any amendment thereof or out of shares of stock of the Corporation acquired by it after the issuance thereof, and whether issued for cash or other consideration; or

B. Any obligation that the Corporation may issue or sell which is convertible into or exchangeable for any stock of the Corporation of any class or classes, or to which is attached or appurtenant to any warrant or warrants or other instruments conferring on the holder the right to subscribe for or purchase from the Corporation any shares of its stock of any class or classes.

This right shall be deemed waived by any Shareholder who does not exercise it and pay for the shares preempted within thirty (30) days after receipt of written notice from the Corporation stating the price, terms and conditions of the issue of shares and inviting the Shareholder to exercise this preemptive right. This right may also be waived by a written waiver signed by the Shareholder.

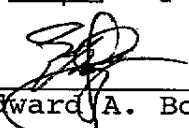
ARTICLE IX - STOCK TRANSFER RESTRICTIONS

Shares held by each Shareholder may not be sold or otherwise transferred to other persons unless first offered to this Corporation or to the remaining Shareholders in proportion to their shares. The price, terms and other provisions regarding this restriction may be specified by written agreement among the Shareholders, which agreement may expand this Article and which may also include the Corporation as a party.

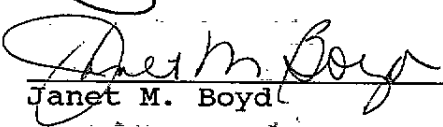
ARTICLE X - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 29 day of March, 1999.



Edward A. Boyd, Jr.



Janet M. Boyd

STATE OF FLORIDA
COUNTY OF HERNANDO

The foregoing articles of incorporation were acknowledged before me on March 29, 1999 by Janet M. Boyd and Edward A. Boyd, Jr., who are personally known to me or who produced FLA. DRIVER LICENSES as identification.



Hazel M. Bell
NOTARY PUBLIC
(Type, print or stamp name,
commission number and date
of expiration)

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of BOYD APPRAISAL SERVICE, INC. which is contained in the foregoing Articles of Incorporation.

DATED this 29 day of March, 1999.

[Signature]
Edward A. Boyd, Jr.

FILED
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