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April 19, 1999

Secretary of State  
Corporation Division  
State of Florida  
Tallahassee, Florida 32304

EFFECTIVE DATE  
4-20-99

FILED  
99 APR 20 AM 11:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RE: Appraisal and Consultation Service Group, Inc.

To Whom It May Concern,

Enclosed please find the original and two (2) copies of the Articles of Incorporation for Appraisal and Consultation Service Group, Inc.

Also enclosed is our check in the amount of \$78.75 as follows:

Filing Fee	\$ 35.00
Registered Agent	35.00
Certified Copy	8.75
Total	\$ 78.75

Please return the certified copy of the Articles of Incorporation to at the above address so I can promptly forward to my client, James L. Daly.

Very truly yours,

Catherine B. Palumbo, Esquire

CBP/bla

Enclosures as stated;

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-04/20/99--01057--003  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

F. CHESSEN

APR 22 1999

**ARTICLES OF INCORPORATION**  
**OF**  
**APPRAISAL AND CONSULTATION SERVICE GROUP, INC.**

**Article I - Name**

The name of this corporation is **Appraisal and Consultation Service Group, Inc.**, and the corporations principal office and mailing address of the corporation shall be **372 Bossieux Blvd., W. Melbourne, Florida 32904.**

**EFFECTIVE DATE**  
**4-20-99**

**Article II - Duration**

This corporation shall exist perpetually. The date of commencement of corporation shall be April 20, 1999.

**Article III - Purpose**

This corporation is organized for the purpose of engaging in any business activity permitted under the laws of the United States and the State of Florida.

**Article IV - Capital Stock**

This corporation is authorized to issue **1000** shares of **\$1.00** par value common stock.

**Article V - Preemptive Rights**

Every shareholder, upon the sale for cash 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 pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**Article VI - Special Provision**

It is the intent of the incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code and that the corporation may file as an S corporation.

**Article VI - Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is **372 Bossieux Blvd., W. Melbourne,**

**FL 32904.** The name of the initial registered agent of this corporation at that address is **James L. Daly**.

**Article VII - Initial Board of Directors**

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial director of this corporation is:

<b>Name</b>	<b>Address</b>
James L. Daly President, Vice President Secretary, Treasurer	372 Bossieux Blvd. W. Melbourne, FL 32904

**Article VIII**

The name and address of the person signing these articles is: **James L. Daly, 372 Bossieux Blvd., W. Melbourne, FL 32904.**

**Article IX - Bylaws**

The power to adopt, alter, amend or reply bylaws shall be vested in the Board of Directors and the shareholders.

**Article X - Director's Compensation**

The shareholder of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

**Article XI - Indemnification**

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

**Article XII - Amendment**

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

**Article XIII - Subchapter "S" Election**

It is the intent of the Incorporator to file the appropriate Subchapter "S" Internal Revenue Code Election (IRS Form 2553) at the Organization Meeting hereof.

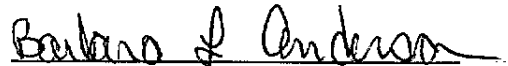
IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation this 19th day of **April**, 1999.

  
James L. Daly

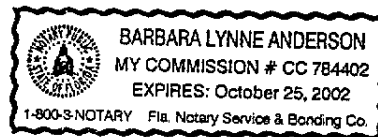
**ACKNOWLEDGMENT**

STATE OF FLORIDA  
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 19th day of April, 1999, by James L. Daly who is personally known to me or who has produced a Florida Driver's License as identification.

  
Notary Public

My Commission Expires:



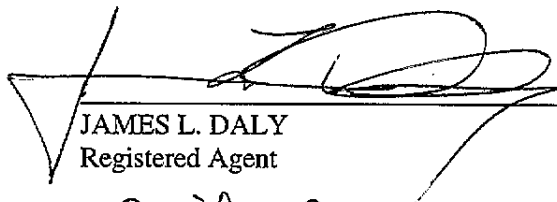
**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTIONS 607.0501 or 617.0501, FLORIDA  
STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS  
OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING  
THE REGISTERED OFFICE/REGISTERED OFFICE, IN THE STATE OF FLORIDA.

1. THE NAME OF THE CORPORATION IS: **APPRAISAL AND CONSULTATION  
SERVICES GROUP, INC.**

2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:  
**JAMES L. DALY, 372 BOSSIEUX BLVD., W. MELBOURNE, FLORIDA 32904.**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF  
PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS  
CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE  
TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF  
ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY  
DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS  
REGISTERED AGENT.

  
JAMES L. DALY  
Registered Agent

*April 19*, 19*99*

FILED  
99 APR 20 AM 11:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA