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December 5, 2000

VIA FEDERAL EXPRESS

Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

FILED
00 DEC -6 AM 10:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: **SCOTT DeMALTERIS, P.A.**

To Whom It May Concern:

Please find enclosed original Articles of Incorporation for the above referenced company, as well as a check in the amount of \$78.75, representing the \$35 filing fee, the \$35 registered agent fee, and \$8.75 for a certified copy of the filed document.

Please provide the undersigned with the certified copy of the Articles of Incorporation at your earliest convenience.

Should you have any questions regarding this request, please do not hesitate to contact the undersigned. We have enclosed a return envelope for your convenience.

Very truly yours,

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BROAD AND CASSEL



Donald P. Dufresne

DPD:cks
Enclosures

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HC*

ARTICLES OF INCORPORATION
OF
SCOTT DeMALTERIS, P.A.

FILED
00 DEC -6 AM 10:09
SECRETARY OF STATE
TALLAHASSEE, FL 32310

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I – NAME

The name of the corporation shall be: SCOTT DeMALTERIS, P.A.

ARTICLE II – PRINCIPAL OFFICE

The principal place of business/ mailing address is: 5955 Triphammer Road, Lake Worth, FL 33463.

ARTICLE III – PURPOSE

The purpose for which the corporation is organized is to engage in every aspect of the business of rendering the same professional services to the public that a real estate sales agent, duly licensed under the laws of the State of Florida, is authorized to render.

Without in any manner limiting any of the objectives and powers of the Corporation, it is expressly declared and provided that the Corporation is hereby empowered to transact any and all lawful business for which corporations may be formed under Chapter 607 of the Florida Statutes.

ARTICLE IV – SHARES

The capital stock authorized, the par value thereof, and the characteristics of such stock are as follows:

NUMBER OF SHARES AUTHORIZED	PAR VALUE PER SHARE	CLASS OF STOCK
100	\$1.00	common

The consideration for all of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this Corporation. Shares of the Corporation's capital stock shall only be issued to real estate sales agents in good standing and duly licensed or otherwise legally authorized to render the same professional services as the Corporation.

ARTICLE V – INITIAL DIRECTOR

The Corporation shall have one (1) director initially. The name and address of the first director of the Corporation, who shall hold office for the first year or until his successor(s) is duly elected and qualified, is:

Scott DeMalteris	5955 Triphammer Road Lake Worth, FL 33463
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ARTICLE VI – REGISTERED AGENT

The name and Florida street address of the registered agent is:

Scott DeMalteris	5955 Triphammer Road Lake Worth, FL 33463
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ARTICLE VII – INCORPORATOR

The name and address of the Incorporator is:

Scott DeMalteris	5955 Triphammer Road Lake Worth, FL 33463
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ARTICLE VIII – EXISTENCE

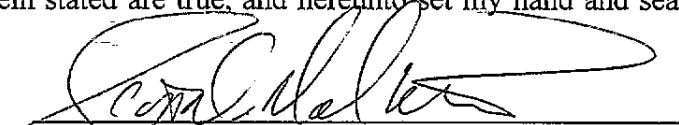
This Corporation shall commence its existence upon filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE IX – INDEMNIFICATION

This Corporation may indemnify and insure its officers and directors to the fullest extent permitted by law.

IN WITNESS WHEREOF, I, the undersigned, being the Incorporator hereinabove named, for the purpose of forming a Corporation to do business both within and without the

State of Florida, under the laws of Florida, make and file these Articles of Incorporation hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 30 day of November, 2000.



Scott DeMalteris, Incorporator

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICES OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

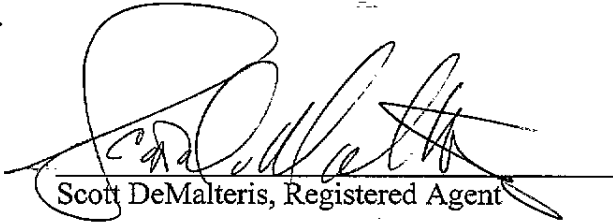
In compliance with the laws of the State of Florida, the following is submitted:

First – that Scott DeMalteris, P.A., desiring to organize under the laws of the State of Florida, has designated 5955 Triphammer Road, Lake Worth, Florida 33463 as the place of business for the service of process within this State.

Second – that the above corporation has named Scott DeMalteris as its statutory registered agent.

Having been named the statutory agent of the above Corporation at the place designated in this Certificate, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.

Dated this 30 day of November, 2000.


Scott DeMalteris, Registered Agent

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TALLAHASSEE, FLORIDA