P02000096670

CITRUS REALTY GROUP, INC.
PO BOX 640961
BEVERLY HILLS, FL 34464

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

400007281194--2
-08/22/02--01032--028
****140.00 *****70.00

Re: CITRUS REALTY GROUP, INC.

Dear Division of Corporations:

Enclosed please find Articles of Incorporation for CITRUS REALTY GROUP, INC., along with a check in the amount of $70.00 for filing fee and designation of registered agent.

Also enclosed is a photocopy of the Articles. Please return to me with the filing date stamped on it.

Thank you,

Karna J. Neitz

KARNA J. NEITZ

Enclosures

FILED
02 SEP -6 AM 8:52
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

August 22, 2002

KARNA J. NEITZ
% CITRUS REALTY GROUP
P.O. BOX 640961
BEVERLY HILLS, FL 34464

SUBJECT: CITRUS REALTY GROUP, INC.
Ref. Number: W02000024498

We have received your document for CITRUS REALTY GROUP, INC.. However, the document has not been filed and is being returned for the following:

The registered agent must have a Florida street address. A post office box, personal mail box (PMB), or mail drop-box address is not acceptable.

SEE R.A. CERTIFICATE. !!!!!

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6934.

Loria Poole
Corporate Specialist
New Filings Section

Letter Number: 802A00049492

9/3/02

MS. POOLE -

AS REQUESTED, I HAVE CHANGED BOTH ADDRESSES OF REGISTERED AGENT FOR CITRUS REALTY GROUP AND CITRUS REAL ESTATE SCHOOL. SORRY FOR THE ERROR.

THANK YOU,
Karna J. Neitz
(239) 410-7688 (CELL)

ARTICLES OF INCORPORATION
OF
CITRUS REALTY GROUP, INC.

ARTICLE I: NAME

The name of this corporation shall be CITRUS REALTY GROUP, INC.

ARTICLE II: COMMENCEMENT & DURATION

The commencement of this corportion's existence shall be at the time of the filing of these Articles Of Incorporation by the Florida Department Of State. This corporation's duration shall be perpetual.

ARTICLE III: PURPOSE

This corporation is being organized for the purpose of engaging in the transaction of any and all business activities permitted under the laws of Florida and the United States Of America.

ARTICLE IV: CAPITAL STOCK

This corporation shall have the authority to issue 500 shares of Common Stock, with a par value of $1.00 per share of common stock.

ARTICLE V: PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

ARTICLE VI: TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

> "These Shares Are Held Subject To Certain Transfer Restrictions Imposed By This Corporation's Articles Of Incorporation, A Copy Of Which Is On File At This Corporation's Principal Office."

ARTICLE VII: INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board Of Directors shall be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the Initial Board Of Directors are:

KARNA J. NEITZ(100%), PRESIDENT.
7449 WEST GULF TO LAKE HWY #6
CRYSTAL RIVER, FL 34429

RONALD I. NEITZ JR, SEC./TREASURER
7449 WEST GULF TO LAKE HIGHWAY, #6
CRYSTAL RIVER, FL. 34429

ARTICLE VIII: INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE IX: PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office and the address of this corporation's initial registered office shall be:7449 WEST GULF TO LAKE HWY #6, CRYSTAL RIVER, FL 34429.

The name of the individual who shall serve as this corporation's initial registered agent at that address is: KARNA J. NEITZ

ARTICLE X: INCORPORATOR

The name and address of the individuals who shall serve as this corporation's incorporator are: KARNA J. NEITZ, PO BOX 640961, BEVERLY HILLS, FL 34464.

ARTICLE XI: AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

Karna J. Neitz

KARNA J. NEITZ- Incorporator

CERTIFICATE OF DESIGNATION OF

REGISTERED AGENT AND REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating its registered office and registered agent in the State of Florida:

1. The name of the corporation is CITRUS REALTY GROUP, INC.

2. The name and address of the registered agent and office of the corporation is: KARNA J. NEITZ,

7449 WEST GULF TO LAKE HIGHWAY #6, CRYSTAL RIVER, FL. 34429

Dated this 14th day of August, 2002.
CITRUS REALTY GROUP, INC.

By: Karna J. Neitz
KARNA J. NEITZ
President

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROGRESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND 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.

DATED: THIS 14th DAY OF August, 2002.

Karna J. Neitz
KARNA J. NEITZ
Registered Agent

FILED
02 SEP -6 AM 8:52
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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