

196000056942

BRUCE RITSON
Financial Planning and Tax Matters
Eaton Street Professional Building
524 Eaton Street : Suite 110
Key West, FL 33040
305/296-0026
Phone or Fax

June 27, 1996

Division of Corporations
DOMESTIC CHARTER SECTION
409 E. Gaines Street
Tallahassee, FL 32301

600001831386
-07/02/96--01130--009
***122.50 ***122.50

RE: Articles of Incorporation
AWR REALTY CORPORATION

Greetings:

Enclosed are the Articles of Incorporation for the above-noted company; a money order in the amount of \$122.50 to cover the filing fees is also enclosed.

Please forward the filed and certified Articles to us as soon as possible

Very Truly Yours,
Bruce Ritson
Bruce Ritson

BR:s

Encl

FILED
96 JUL -8 AM 9:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
7/6/96
JD

FILED
95 JUL -5 AM 9:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
of
AWR REALTY CORPORATION

The undersigned hereby associate for the purpose of becoming a Corporation under the laws of the State of Florida, and providing for the formation, liability, rights, privileges, and immunities of a Corporation for Profit.

ARTICLE I

The name of this Corporation shall be

AWR REALTY CORPORATION

ARTICLE II

The general nature of the business and the objects and purposes to be transacted and carried on are to do any and all things mentioned herein as fully and to the same extent as a natural person might or could, vis:

1. To engage in every aspect and phase of business permitted under the laws of the United States of America.
2. To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in, and with, goods, wares, merchandise, real and personal property, and services of every class and kind or description; except that it is not to conduct a banking, trust, insurance, surety, railroad, canal, telegraph, telephone or cemetary company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, exposition or state fair.
3. To engage in any commercial or industrial enetrprise calculated or designed to be profitable to this corporation and in conformity with the laws of the United States of America and of the State of Florida; to generally engage in, do, and perform, any enterprise, act, or vocation that a natural person might or could do; to engage in the production, manufacture, sale, purchase, importing and exporting of merchandise and personal property of all manner and description; to set up as agents for the purchase, sale, and the handling of goods, wares, and merchandise of any and all types and kinds,

for the account of the corporation or as a factor, agent, procurer, or otherwise for or on behalf of another, to own, act as, or authorize distributors to further these ends.

4. To do all and everything necessary, suitable, and proper for the accomplishment of any of the purposes, or for the attainment of any of the objectives, or for the furtherance of any of the powers, hereinbefore set forth, either alone or in association with other corporations, firms, or individuals, and to do every other act or acts incidental or appurtenant to or growing out of any part or parts thereof, provided the same be not inconsistent with the laws under which this corporation is organized.
5. To acquire, and pay for, in cash, stocks, or bonds of the corporation, or otherwise, the goodwill, rights, assets, and property, and to undertake or assume the whole or part of the liabilities of any person, firm, association, or corporation.
6. To borrow or lend money and to negotiate loans and issue bonds, debentures, notes and other evidences of indebtedness; and to secure the payment or performance of its obligations, by mortgage, deed of trust, pledge or otherwise.
7. To purchase, hold, sell, and transfer the shares of its own capital stock so far as may be permitted by the laws of the State of Florida.
8. To have one or more offices within or without the State of Florida; to carry on all or any of its operations and businesses without restriction or limit as to amount; to buy, hold, mortgage, sell, and convey such property as the purposes of the corporation shall require, where no special provision is made therefor by law or otherwise.
9. In general, to carry on any other business in connection with the foregoing, and to have and exercise all of the powers conferred by the State of Florida upon its domestic corporations.

The foregoing clauses shall be construed both as objects and powers, and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict, in any manner, the powers of this Corporation.

ARTICLE III

The amount of Capital Stock authorized shall be represented by ONE THOUSAND [1,000] SHARES of Common Stock with no Par value.

ARTICLE IV

The amount of Capital with which this Corporation shall begin business is over ONE HUNDRED (\$100.00) DOLLARS.

ARTICLE V

This Corporation shall have perpetual existence.

ARTICLE VI

The Principal Office of this Corporation is to be located at 415 Bahama Street, Key West FL 33040, and the name and address of its initial Registered Agent is Bruce Ritson, of 524 Eaton Street- Suite 110, Key West, Florida 33040 or in any other such part of the State of Florida as the Board of Directors may determine.

ARTICLE VII

The number of members of the Board of Directors of this Corporation shall not be less than one (1) nor more than nine [9].

ARTICLE VIII

The names and post office addresses of the members of the first Board of Directors, who, subject to the provisions of this Certificate of Incorporation, the corporation By-Laws, and the laws of the State of Florida, shall hold office for the first year of this Corporation's existence or until their successors are elected or appointed and have qualified, are as follows:

| Name | Address |
|-----------------|--|
| Albert W Rummel | 415 Bahama Street Key West FL 33040 |

ARTICLE IX

The names and post office addresses of the President, Secretary and Treasurer of the Corporation, who shall hold office for the first year of this Corporation's existence or until their successors are elected or appointed, and have qualified, are as follows:

| Name | Address | Office(s) |
|-----------------|--|-------------------------|
| Albert W Rummel | 415 Bahama Street Key West FL 33040 | President Secy-Treas |

ARTICLE X

The names and post office addresses of the Subscribers to these Articles of Incorporation and the number of shares of Common Stock of the Corporation which they agree to take are as follows:

| Name | Address | Shares of Stock |
|-----------------|--|-----------------|
| Albert W Rummel | 415 Bahama Street Key West FL 33040 | 1000 |

ARTICLE XI

No Holder of Common Stock in the Corporation shall sell his or her Common Stock to any person without first offering it to the Corporation or to each other individual shareholder of the stock of the Corporation on equal or better terms.

ARTICLE XII

In the event a Stock Certificate is lost, destroyed, or stolen, the legal and beneficial owner shall submit an Affidavit, describing the circumstances of such loss, whereupon the Board of Directors, when satisfied that such request is appropriate, shall issue another stock Certificate, plainly marked "Duplicate", such proceeding to be by Resolution of the Board of Directors and spread upon the Minutes of a Regular or Special Meeting of the Board.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation at Key West, Monroe County, Florida, for the uses and purposes aforesaid, this 27th day of June 1996.

John P. [Signature]
Witness

[Signature]
Albert W Rummel

City of Key West]
County of Monroe]
State of Florida]

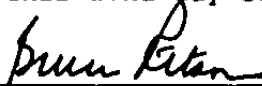
BE IT REMEMBERED on this 27nd day of June 1996, that

ALBERT W RUMMEL

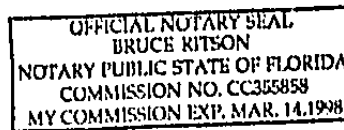
Subscriber to, Executor of, and Party to the foregoing Articles of Incorporation for AWR REALTY CORPORATION, to me well-known and known to be the person described therein, herewith acknowledges that he did make and subscribe them as his voluntary act and deed, and the facts set forth therein-above are true and correct.

GIVEN UNDER MY HAND AND OFFICIAL SEAL this 27nd day of June 1996 at Key West, Florida.

S E A L



BRUCE RITSON
A Notary Public of the State
of Florida



STATEMENT DESIGNATING THE REGISTERED
AGENT AND PLACE OF BUSINESS OF THE
REGISTERED AGENT

Pursuant to the provisions of Section 605.05, Florida Statutes,
the following is herewith submitted in compliance with said Act:

ALBERT W RUMMEL

desiring to organize AWR REALTY CORPORATION under the laws of the
State of Florida, with its Principal Office in the City of Key West
in the County of Monroe, in the State of Florida, has named

BRUCE RITSON
524 Eaton Street - Suite 112
Key West, FL 33040
305/296-0026
Phone or Fax

as its Registered Agent to accept service of process within this
State.

ACCEPTANCE OF REGISTERED AGENT

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 relative to the proper and
complete performance of my duties, and I am familiar with and accept
the duties of my position as Registered Agent.

x *Bruce Ritson*
BRUCE RITSON
Registered Agent for
AWR REALTY CORPORATION

June 27, 1996

FILED
05 JUL -8 AM 9:20
TAMM
SECRETARY
STATE
FLORIDA

P 96 000056942

Albert W. Rummel
415 Bahama Street
Big Coppitt Key, FL 33040
305/296-6501

July 25, 1997

Division of Corporations
DOMESTIC CHARTER SECTION / AMENDMENTS
409 E Gains Street
Tallahassee FL 32301
850/487-6050

500002255655--4
-08/01/97--01122--003
*****35.00 *****35.00

RE: Amendment of Articles of
Incorporation for
AWR REALTY CORPORATION
Document #P 96000056942
Filed 07/08/96

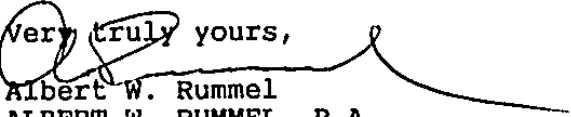
Greetings:

Enclosed is an Amendment to the Articles of Incorporation
filed by my corporation, AWR REALTY CORPORATION, which would
change the organization from a Corporation-for-Profit to
a Professional Association under Florida Statute 621 et seq.
and would change the name of the organization to ALBERT W.
RUMMEL, P.A.

This change is necessitated by the Key West Association of
Realtors advisory to members about conversions to PAs from
Sub-Chapter S Corporations. The enclosed Amendments are in
service to that advisory.

Also enclosed is our check for \$ 35.00 to cover the fees.
Please file these Amendments at your earliest convenience!

Very truly yours,


Albert W. Rummel
ALBERT W. RUMMEL, P.A.

FILED
97 SEP 22 PM 1:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend NC

SEP 22 1997

AWR REALTY CORPORATION
P.O. Box 4036
Key West, FL 33040
305/294-7284

September 19, 1997

Division of Corporations
DOMESTIC CHARTER SECTION / AMENDMENTS
409 E Gaines Street
Tallahassee FL 32301
850/487-6050

RE: Amendment of Articles of
Incorporation for
AWR Realty Corporation
Document #P 96000056942
Filed 07/08/96

Greetings:

Enclosed is an Amendment to the Articles of Incorporation filed by my corporation, AWR REALTY CORPORATION, which would change the organization from a Corporation-for-Profit to a Professional Association under Florida Statute 621 et seq. and would change the name of the organization to ALBERT W. RUMMEL, P.A.

This change is necessitated by the Key West Association of Realtors advisory to members about conversions to PAs from Sub-Chapter S Corporations. The enclosed Amendments are in service to that advisory.

Also enclosed is our check for \$ 35.00 to cover the fees. Please file these Amendments at your earliest convenience!

Very truly yours,

Albert W. Rummel
ALBERT W. RUMMEL, P.A.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 8, 1997

ALBERT W. RUMMEL
415 BAHAMA STREET
BIG COPPITT KEY, FL 33040

SUBJECT: AWR REALTY CORPORATION
Ref. Number: P96000056942

We have received your document for AWR REALTY CORPORATION and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

When changing the name of a corporation filed pursuant to chapter 607, Florida Statutes, to that of a professional service corporation filed pursuant to chapter 621, Florida Statutes, the nature of business must also be added or changed to specifically indicate what type of professional service the corporation will be rendering.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 997A00040453

*See new Amendment Article # 2. Also, mail
your acknowledgment to the PO box address
shown in the amendment letter. Thelma*

AWR REALTY CORPORATION
P.O. BOX 4036
KEY WEST FL 33040
305/294-7284


FILED
97 SEP 22 PM 11:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMENDMENT TO THE ARTICLES OF INCORPORATION

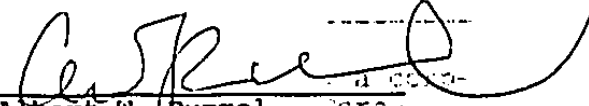
The sole Shareholder and Director of AWR REALTY CORPORATION, a corporation-for-profit filed on July 8, 1996 under Division of Corporations Document #96000080337, held a Special Meeting of the Board of Directors at the office of the Registered Agent in Key West, Florida on July 24, 1997 and it was resolved that:

- 1] The Corporation apply to the Florida Division of Corporations to change the form of organization from Corporation for Profit to a Professional Association under Florida Statute 621 et seq; and does herewith adopt these amendements; and
- 2] The nature of the business to be conducted by this Professional Association will be a Real Estate Agency and/or Brokerage firm.
- 3] To change the name of the Corporation from AWR REALTY CORPORATION to ALBERT W. RUMMEL, P.A. effective immediately.

The above Amendments to the Articles of Incorporation are herewith adopted this 24th day of July 1997 at Key West Florida.



Witness



Albert W. Rummel
Secretary
ALBERT W. RUMMEL, P.A.,
formerly
AWR REALTY CORPORATION

ions
Profit
et seq;

ational
a firm.

PROFESSIONAL

Association