

P96000067064

TRANSMITTAL LETTER

DEPARTMENT OF STATE
DIVISIONS OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL. 32314

800001918178
-08/09/96--01066--014
*****78.75 *****78.75

SUBJECT: REAL INVESTMENTS BY DONNA, INC.

(PROPOSED CORPORATE NAME)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG -9 AM 10:41

ENCLOSED PLEASE FIND AN ORIGINAL AND (1) ONE COPY OF THE ARTICLES OF INCORPORATION FOR THE ABOVE CORPORATION AND A CHECK IN THE AMOUNT OF \$78.75. PLEASE PROVIDE A CERTIFICATE OF STATUS.

FROM: DAVID C. HASTINGS
19941 GULF BLVD. #E
INDIAN SHORES, FL. 34635
(813) 595-9559

ST
8/13

ARTICLES OF INCORPORATION

OF

REAL INVESTMENTS BY DONNA, INC.

65 HRS - 9 PM 10-14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, hereby makes, subscribes, acknowledges and files with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit under the Florida Business Corporation Act and in accordance with the laws of the State of Florida, hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of this corporation shall be REAL INVESTMENTS BY DONNA INC. The effective date of incorporation shall be August 15, 1996.

ARTICLE II

The general nature of the business or businesses to be conducted by this corporation, together with and in addition to those powers conferred by the laws of the State of Florida upon corporations organized under and by virtue of the laws of Florida shall be as follows:

- (a) To operate various business ventures within the State of Florida.
- (b) To buy, sell, deal in, lease, hold or improve real estate and the fixtures and personal property incident thereto.
- (c) To borrow money and contract debts necessary for the transaction of its corporate rights.
- (d) To apply and qualify to carry on the general nature of business or businesses as authorized by this corporate charter and/or any amendments hereto in any state of the United States of America.
- (e) To do all and anything necessary and proper for the accomplishment of the objectives enumerated in its Articles of Incorporation or amendments thereof or necessary or incidental to the protection or benefit of the corporation and, in addition to the specific powers enumerated herein, to have any and all rights, powers and privileges which are granted to corporations incorporated under the laws of the State of Florida and in that connection to carry on any lawful business necessary or incidental to the attainment of the objectives of the corporation, whether such business is similar in nature to the objectives set forth in the Articles of Incorporation or any amendment thereof.

ARTICLE III

The capital stock of the corporation shall be divided into 1000 shares of common stock with par value of \$1.00 per share, and each share shall entitle the holder to vote at any meeting of the stockholders.

ARTICLE IV

This corporation shall have perpetual existence.

ARTICLE V

The principal offices of the corporation shall be located at 1 BEACH DR., SUITE 1607, ST. PETERSBURG, FL 33701 and its mailing address is the same, but the corporation shall have the power to establish branch offices and other places of business at such other places within or without the State of Florida as may be determined and deemed expedient by the Directors.

ARTICLE VI

This corporation shall have one (1) director initially. The names and addresses of the initial directors are as follows:

Donna C. Fraleigh
1 Beach Dr., Suite 1607
ST Pete, Fl. 33701

ARTICLE VII

The name and address of the initial registered agent is:

David C. Hastings
1941 Gulf Blvd. #E
Indian Shores, Florida 33785

and the officers of said corporation who shall hold office until their successors are elected shall be as follows:

Donna C. Fraleigh - President
Donna C. Fraleigh - Secretary/Treasurer

ARTICLE VIII

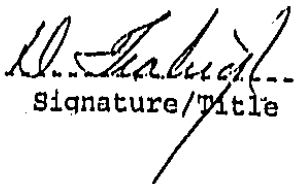
The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors.

ARTICLE IX

The name and address of the incorporator to these Articles
of Incorporation is:

Donna C. Fraleigh
1 Beach Dr., Suite 1607
St Pete, Fl. 33701

The undersigned has executed these Articles of Incorporation
this 7th day of August, 1996.



Signature/Title

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
95 FEB -9 AM 10:41

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/AGENT, IN THE STATE OF FLORIDA.

1. THE NAME OF THE CORPORATION IS: REAL INVESTMENTS BY DONNA, INC.

2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:

DAVID C. HASTINGS
19941 GULF BLVD. #E
INDIAN SHORES, FL. 34635

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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE _____

D. Hastings

DATE _____

8/2/96

P96000067064

AMENDMENT SECTION
DIVISIONS OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL. 32314

SUBJECT: DONNA FRALEIGH, PA

(PROPOSED CORPORATE NAME)

name change
Amend

ENCLOSED PLEASE FIND AN ORIGINAL AND (1) ONE COPY OF THE ARTICLES OF AMENDMENT FOR THE ABOVE CORPORATION AND A CHECK IN THE AMOUNT OF \$43.75. PLEASE PROVIDE A CERTIFICATE OF STATUS.

FROM: DAVID C. HASTINGS
19941 GULF BLVD. #E
INDIAN SHORES, FL. 33785
(813) 595-9559

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-12/06/96--01048--004
*****43.75 *****43.75

SINCERELY,
D. Hastings
DAVID C. HASTINGS

FILED
96 OCT - 6 PM 3:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name Availability	12	13	96
Document Examiner	<i>ADH</i>		
Updater	<i>ADH</i>		
Update Verifier	<i>ADH</i>		
Acknowledgment	<i>ADH</i>		
W.P. Verifier	<i>ADH</i>		

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

REAL INVESTMENTS BY DONNA, INC

(present name)

FILED
96 DEC -6 PM 3:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE I The NAME OF this Corporation shall be
DONNA FRALIGH, PA. The EFFECTIVE DATE
OF THIS AMENDMENT SHALL BE DECEMBER 1, 1996.

ARTICLE II

(a) TO RENDER PROFESSIONAL SERVICE WITHIN THE
STATE OF FLORIDA AS A LICENSED REALTOR

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

N/A

THIRD: The date of each amendment's adoption: December 1, 1996

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group."

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 4 day of DECEMBER, 19 96

Signature

D. Talley PRESIDENT
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Donna Fraleigh

Typed or printed name

Title