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May 6, 1998

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

RE: Filing of Articles of Incorporation for:
Alliance Group Real Estate, Chartered

Dear Madam/Sir:

Enclosed please find the original Articles of Incorporation and Acceptance of Registered Agent for the abovementioned Florida corporation sent for filing with your department. The State fee of \$70.00 is enclosed on my law office check number 1366.

Kindly file the Articles as soon as possible and return the confirmation to my office.

Thank you kindly for your assistance.

Very truly,

Michael Maliszewski, Esq.

/dk
Encl.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY -8 AM 9:30

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DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION
OF
ALLIANCE GROUP REAL ESTATE, CHARTERED

The undersigned incorporator, who is licensed or otherwise legally authorized to perform the service of Real Estate Broker in the State of Florida, associate themselves with the intention of forming a professional corporation in accordance with the Florida Professional Service Corporation and Limited Liability Company Act, and adopt the following articles of incorporation for the corporation:

ARTICLE I

NAME

The name of the corporation is Alliance Group Real Estate, Chartered.

ARTICLE II

PRINCIPAL OFFICE AND INITIAL REGISTERED AGENT

The address of the corporation's principal office is 2500 SE Midport Road, Suite 103, City of Port St. Lucie, County of St. Lucie, State of Florida 34952. The name of the initial registered agent of the corporation is Jana West who is located at 2148 SE Flagstone Court, Port St. Lucie, Florida 34952.

ARTICLE III

DURATION

The period of the corporation's duration shall be perpetual.

ARTICLE IV

PURPOSE

The purpose of the corporation is to perform the service of real estate brokers, and any other lawful purpose. The sole and exclusive professional service to be rendered by the corporation is real estate broker services.

ARTICLE V

CAPITAL STOCK

The total number of shares of stock which the corporation shall be authorized to issue or have outstanding at any one time is 1000 shares. These shares shall be of a single class of common stock, and shall have a par value of \$1.00 per share.

Each common shareholder of the corporation shall be entitled to full preemptive rights to acquire his or her proportional part of any unissued or treasury shares of the corporation, or securities of the corporation convertible into or carrying a right to subscribe to or acquire shares, that may be issued at any time by the corporation.

ARTICLE VI

CAPITALIZATION

The amount of capital with which the corporation will begin to perform the service of real estate brokering is \$300.00.

ARTICLE VII

CORPORATE POWERS

The corporation shall have all the rights and powers now or subsequently conferred on professional corporations by the laws of the State of Florida.

ARTICLE VIII

INCORPORATOR

The name and street address of the person signing these articles of incorporation as an incorporator is:

Name	Address
Jana West	2148 SE Flagstone Court, Port St. Lucie, Florida 34952

ARTICLE IX

DIRECTORS

The corporation is to be managed by a board of directors. The

number of directors constituting the initial board of directors is THREE, and the names and addresses of the initial directors are:

Name	Address
Jana West	2148 SE Flagstone Court, Port St. Lucie, Florida 34952
Paul West	2148 SE Flagstone Court, Port St. Lucie, Florida 34952
Wendy Bianchini	2502 SW Abate Street Port St. Lucie, Florida 34953

The initial directors shall hold office until their successors are elected and qualified as provided in the bylaws. Then the term of office of each director shall be one year and until the election and qualification of a successor. The number of directors set forth in these articles of incorporation and constituting the initial board of directors shall be the authorized number of directors until that number is changed by a bylaw duly adopted by the shareholders.

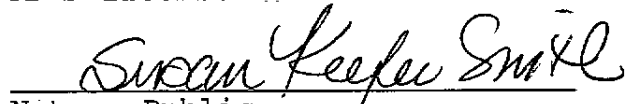
The undersigned incorporator of this corporation, have executed these articles of incorporation at Stuart, Florida on the 6 day of May, 1998.



Jana West, Incorporator

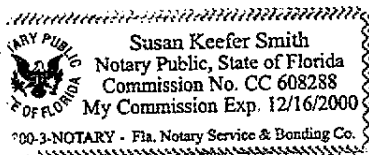
State of Florida)
County of Martin)

The foregoing Articles of Incorporation were acknowledged before me the 6th day of May, 1998, by Jana West, who is personally known to me or who produced a driver's license as identification and did take an oath.



Notary Public

My commission expires: _____




ACCEPTANCE OF REGISTERED AGENT

FOR

ALLIANCE GROUP REAL ESTATE, CHARTERED

I, Jana West, having been named to accept service of process, for the above-stated corporation at the place designated in the foregoing Articles of Incorporation, hereby agree to act in that capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated this 6 day of May, 1998.



Jana West, REGISTERED AGENT
2148 SE Flagstone Court
Port St. Lucie, Florida 34952

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DIVISION OF CORPORATIONS
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