

TRANSMITTAL LETTER

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUN -7 PM 6:34

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

400002896384--7
-06/07/99--01105--001
*****70.00 *****70.00

SUBJECT: REIT REAL ESTATE EXCHANGE, Inc
(Proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for
\$ 70.00

FROM:

RICHARD DANTON

Name (printed or typed)

356 SOUTH COUNTY ROAD - SUITE 201

Address

PALM BEACH, FLORIDA 33480

City, State, & Zip

561-242-0228

Telephone Number

Note: Please provide the original and one copy of the articles.

D. BROWN JUN - 9 1999

ARTICLES OF INCORPORATION

JUN -7 PM 6:34

OF

REIT REAL ESTATE EXCHANGE, Inc.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

REIT REAL ESTATE EXCHANGE, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

350 SOUTH COUNTY ROAD - SUITE 201
PALM BEACH, FLORIDA 33480

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

RICHARD DANTON
350 SOUTH COUNTY ROAD - SUITE 201
PALM BEACH, FLORIDA 33480

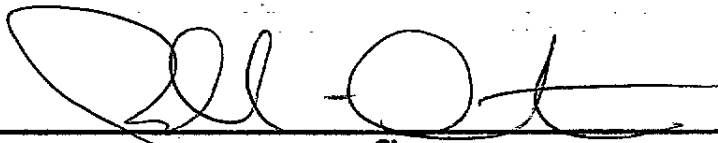
ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

RICHARD DANTON
350 SOUTH COUNTY ROAD - SUITE 201
PALM BEACH, FLORIDA 33480

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

3RD day of JUNE, 19 99.



Signature

Signature

Signature

**Articles of Incorporation
Filing Fee - \$35**

**CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.**

In pursuance of Chapter 607.34 Florida Statutes, the following
is submitted, in compliance with said Act:

First-That REIT-REAL ESTATE EXCHANGE, INC.
(Name of Corporation)
desiring to organize under the laws of the State of FLORIDA
(Florida)
with its principal office, as indicated in the articles of
incorporation at City of PAUM BEACH County
(City)
of PAUM BEACH, State of FLORIDA
(County) (State)
has named RICHARD DANTON
(Name of Resident Agent)
located at 350 SOUTH COUNTY ROAD - SUITE 201
(Street address and number of building,
Post Office Box address not acceptable)
City of PAUM BEACH, County of PAUM BEACH
(City) (County)
State of Florida, as its agent to accept service of process within
this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above
stated corporation, at place designated in this certificate. I
hereby accept to act in this capacity, and agree to comply with
the provision of said Act relative to keeping open your office.

By [Signature]

Signature
Registered Agent

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