

99000067472

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

G. E. Johnson Auctioneers &
Real Estate, Inc.

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*****78.75 *****78.75

- Art of Inc. File _____
- LTD Partnership File _____
- Foreign Corp. File _____
- L.C. File _____
- Fictitious Name File _____
- Trade/Service Mark _____
- Merger File _____
- Art. of Amend. File _____
- RA Resignation _____
- Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
- Cert. Copy _____
- Photo Copy _____
- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search _____
- Vehicle Search _____
- Driving Record _____
- UCC 1 or 3 File _____
- UCC 11 Search _____
- UCC 11 Retrieval _____
- Courier _____

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99 JUL 29 PM 12:19
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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TALLAHASSEE FLORIDA

Signature _____

Requested by: hs 7/29/99 9:15
Name Date Time

Walk-In _____ Will Pick Up _____

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

G.E. JOHNSON AUCTIONEERS & REAL ESTATE, INC.

ARTICLE I. CORPORATE NAME

The name of the corporation is: G.E. Johnson Auctioneers & Real Estate, Inc.

The principal place of business of this Corporation shall be:
12140 Hwy 301
Dade City, Fl 33525

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock (Having a par value of \$1.00 per share).

ARTICLE IV. TERM OF EXISTENCE

This Corporation shall have perpetual existence upon filing of these articles.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

George E. Johnson
2310 Myrtle Rd.
Lakeland, Fl

Acceptance by Registered Agent:

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation; and the registered agent signature.


GEORGE E. JOHNSON

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS

The corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTOR

The name and street address of the initial directors of this Corporation are:

George E. Johnson	Julia J. Johnson
2310 Myrtle Road	2310 Myrtle Road
Lakeland, Fl	Lakeland, Fl

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII. INCORPORATORS

The names and street addresses of the persons signing these Articles of Incorporation as the Incorporators are:

Julia J. Johnson
2310 Myrtle Road
Lakeland, Fl

ARTICLE IX. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

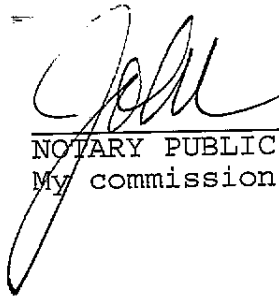
IN WITNESS WHEREOF, the undersigned, as Incorporator, have executed the Articles of Incorporation on July 12, 1999.


JULIA J. JOHNSON

STATE OF FLORIDA
COUNTY OF PASCO

Before me, a Notary Public, personally appeared JULIA J. JOHNSON, personally known to me and who did not take an oath described herein as Incorporator and who executed the foregoing Articles of Incorporation, and she acknowledged before me that she subscribed to these Articles of Incorporation on July 12, 1999.

(SEAL)



NOTARY PUBLIC
My commission expires:



John R. Council
MY COMMISSION # CC600485 EXPIRES
December 15, 2000
BONDED THRU TROY FAIN INSURANCE, INC.

FILED
99 JUL 29 PM 12:19
SECRETARY OF STATE
TALLAHASSEE FLORIDA