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CAPITAL CONNECTION, INC.

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Emerald Coast Realtors Foundation,
Inc.

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**ARTICLES OF INCORPORATION
OF
EMERALD COAST REALTORS FOUNDATION, INC.**

(A Florida Corporation Not-For-Profit)

The undersigned, acting as incorporator of a corporation under the Florida Not For Profit Corporation Act, hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I

Name of Corporation

The name of this Corporation shall be EMERALD COAST REALTORS FOUNDATION, INC. (hereinafter the "Corporation").

ARTICLE II

Corporate Duration

The Corporation shall exist perpetually, commencing upon filing with the Secretary of State of these Articles of Incorporation.

ARTICLE III

Purposes

The purposes for which this Corporation is formed are:

(a) The corporation is organized exclusively for educational and charitable purposes within the meaning of §501(c)(3) of the Internal Revenue Code of 1986, as now in force or afterward amended, and, more specifically, to receive and administer funds for such charitable and educational purposes, for "exempt purposes" within the meaning of

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§501(c)(3) of the Internal Revenue Code of 1986, as now in force or afterward amended, or as shall in the opinion of the Board of Directors, not jeopardize the federal income tax exemption of the Corporation pursuant to §501(c)(3) of the Internal Revenue Code of 1986, as now in force or later amended; to receive, take title to, hold, and use the proceeds and income of stocks, bonds, obligations, or other securities of any corporation or corporations, domestic or foreign, but only for the foregoing purposes, or some of them; and, in general, to exercise any, all and every power for which a non-profit corporation organized under the applicable provisions of the Florida Statutes for scientific, educational, and charitable purposes all for the public welfare, can be authorized to exercise, but only to the extent the exercise of such powers are in furtherance of exempt purposes.

(b) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these Articles. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation (except that, if the Corporation so elects, it may make such expenditures in conformity with §501(h) of the Internal Revenue Code) and the Corporation shall not participate in or intervene in (including publishing or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be

carried on: (a) by a corporation exempt from Federal Income Tax under §501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), or (b) by a corporation, contributions to which are deductible under §170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law).

(c) To raise and distribute money for such charitable causes as determined appropriate by the Board of Directors consistent with the requirements of §501(c)(3) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Law).

(d) To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers earlier set forth, either alone or in association with other corporations, firms, or individuals, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid objects or purposes of any part or parts thereof, provided the same are not inconsistent with the laws under which this corporation is organized.

ARTICLE IV

Corporate Address

The initial street address of the principal office of the corporation shall be 10 SE Hollywood Blvd., Fort Walton Beach, Florida 32548, and the initial mailing address of the corporation shall be 10 SE Hollywood Blvd., Fort Walton Beach, Florida 32548.

ARTICLE V

Membership

The corporation is organized upon a non-stock basis as defined in Section 617.011 of the Florida Statutes. Qualifications for membership shall be set forth in the bylaws.

ARTICLE VI

Initial Registered Office and Agent

The street address of the initial registered office of the corporation is 909 Mar Walt Drive, Suite 1014, Fort Walton Beach, Florida 32547, and the name of the initial registered agent of this Corporation located at such address is C. LeDon Anchors.

ARTICLE VII

Board of Directors

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a Board of Directors. The number of Directors of the corporation shall be set forth in the bylaws but shall not be less than the minimum number required by state law and, initially, shall be four (4). The term of office and manner of selecting and removing Directors shall be set forth in the bylaws. The initial Directors shall be:

Barry Stafford	10 SE Hollywood Blvd. Fort Walton Beach, Florida 32548
Robert Hudgens	111 Beal Pkwy. SE Fort Walton Beach, Florida 32548-4947
Richard Hickenbotham	144 Mary Esther Blvd. #16 Mary Esther, Florida 32569

Kerry Kelly

327 Racetrack Road NW
Fort Walton Beach, Florida 32547

ARTICLE VIII

Meetings

Regular Board of Directors meetings shall be held at a time and place specified by the President, or at such place or places as the Board of Directors may designate from time to time by resolution.

ARTICLE IX

Action Without Meeting

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all the members of the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law that relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting and that the articles of incorporation of this corporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such authority.

ARTICLE X

Incorporation

The name and address of the incorporator of this Corporation is: C. LeDon Anchors,
909 Mar Walt Drive, Suite 1014, Fort Walton Beach, Florida 32547.

ARTICLE XI

Officers

The Corporation shall have the following officers: President, Vice President, Treasurer, Secretary, and such other officers that the bylaws of this corporation may authorize. The qualifications, duties, method of selection and term of the office for each officer shall be as set forth in the bylaws.

ARTICLE XII

Bylaws

The bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, in accordance with the procedures set forth in the bylaws. Until bylaws shall be adopted providing for an alternative procedure, such action may be by a resolution of the Board of Directors.

ARTICLE XIII

Amendments

These articles of incorporation may be amended by affirmative vote of two thirds of the total membership of the Board of Directors or, alternatively, as provided by law.

ARTICLE XIV

Dissolution

Upon the dissolution or winding up of the affairs of the Corporation, the Board of

Directors, after providing the payment of all obligations, shall distribute any remaining assets to, or within its discretion to, any other nonprofit and exempt organization.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, this 18TH day of October, 2005.



C. LeDON ANCHORS


CERTIFICATE DESIGNATING REGISTERED OFFICE

FOR THE SERVICE OF PROCESS WITHIN FLORIDA.

NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

THAT EMERALD COAST REALTORS FOUNDATION, INC. DESIRING TO
ORGANIZE OR QUALIFY AS A CORPORATION NOT FOR PROFIT UNDER THE
LAWS OF THE STATE OF FLORIDA, WITH ITS INITIAL REGISTERED OFFICES AT
909 MAR WALT DRIVE, SUITE 1014, FORT WALTON BEACH, FLORIDA 32547
HAS NAMED C. LeDON ANCHORS LOCATED AT 909 MAR WALT DRIVE, SUITE
1014, FORT WALTON BEACH, FLORIDA 32547, AS ITS REGISTERED AGENT TO
ACCEPT SERVICE OF PROCESS FOR THE CORPORATION WITHIN THE STATE
OF FLORIDA.



C. LeDon Anchors, Incorporator

October 10, 2005

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated Corporation, at the place designated in this Certificate, I hereby accept the responsibility to act in this capacity, and agree to comply with the provisions of Florida Statutes relative to keeping open said office and further accept the duties and obligations of Section 617.0503, Florida Statutes.

DATED this 10 day of October, 2005.

By: 
C. LeDon Anchors, Registered Agent