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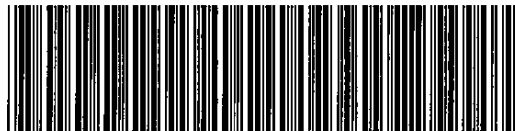
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November 27, 2006

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

First Coast Commercial Real Estate and Economic Outlook Conference, Inc.

Filing Evidence

- ☒ Plain/Confirmation Copy
- ☐ Certified Copy

Retrieval Request

- ☐ Photocopy
- ☐ Certified Copy

Type of Document

- ☐ Certificate of Status
- ☐ Certificate of Good Standing
- ☐ Articles Only
- ☐ All Charter Documents to Include Articles & Amendments
- ☐ Fictitious Name Certificate
- ☐ Other

NEW FILINGS	
	Profit
X	Non Profit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of RA Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Reports
	Fictitious Name
	Name Reservation
	Reinstatement

REGISTRATION/QUALIFICATION	
	Foreign
	Limited Liability
	Reinstatement
	Trademark
	Other

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
FIRST COAST COMMERCIAL REAL ESTATE
AND ECONOMIC OUTLOOK CONFERENCE, INC.**

The undersigned, for the purpose of forming a not for profit corporation pursuant to Chapter 617, Florida Statutes, does hereby adopt the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation is First Coast Commercial Real Estate and Economic Outlook Conference, Inc.

ARTICLE II. PRINCIPAL OFFICE

The principal office of the corporation is 7801 Deercreek Club Road, Jacksonville, Florida 32256. The mailing address of the corporation is 7801 Deercreek Club Road, Jacksonville, Florida 32256.

ARTICLE III. PURPOSE

The corporation is a not for profit corporation. The purposes for which the corporation is organized are as follows:

(a) The specific and primary purpose for which this corporation is formed is to further the improvement of commercial real estate business conditions in Northeast Florida through its operation of an annual conference that will focus on the economic outlook of commercial real estate investment in Northeast Florida.

(b) The general purposes for which this corporation is formed are to operate exclusively for benefit and improvement of commercial real estate investment, which will qualify it as a Real Estate Board exempt from taxation under 26 U.S.C.A. § 501(c)(6), or corresponding provisions of any subsequent federal tax laws, including, for those purposes, the making of distributions to organizations which would advance the improvement of commercial real estate and to conduct any other lawful purpose within the confines of its status as a Real Estate Board.

(c) Notwithstanding any other provision of these articles, this corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under Section 501(c)(6) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue laws.

ARTICLE IV. MANNER OF ELECTION

The Board of Directors shall be comprised of at least three (3) members, all of which must be Certified Commercial Investment Members. At least one (1) member shall be a member and designee of the Commercial Alliance of Realtors. At least one (1) member shall be a designee of the Northeast Florida Association of Realtors, Inc. The Board Member(s) shall elect the remaining member(s), all of which shall be members or designees of one or more of the following: the Jacksonville Chamber of Commerce, the Jacksonville Business Journal, or any other local Jacksonville strategic affiliate, as defined by the Board from time to time.

ARTICLE V. INITIAL DIRECTORS

The names and addresses of the initial directors of this corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
John T. Winkler	225 Water Street, Ste. 100 Jacksonville, Florida 32202
Walter L. Reed	1301 Riverplace Blvd., Ste. 1840 Jacksonville, Florida 32207
Geraldine M. Jones	3229 Starratt Road Jacksonville, Florida 32226

ARTICLE VI. INITIAL REGISTERED AGENT AND STREET ADDRESS

The street address of the initial registered office of the corporation is 1515 Riverside Avenue, Suite A, Jacksonville, Florida 32204, and the name of its initial registered agent at such address is W. Robinson Frazier, III.

ARTICLE VII. INCORPORATOR

The name and address of the incorporator is as follows: John T. Winkler, 225 Water Street, Ste. 100, Jacksonville, Florida 32202.

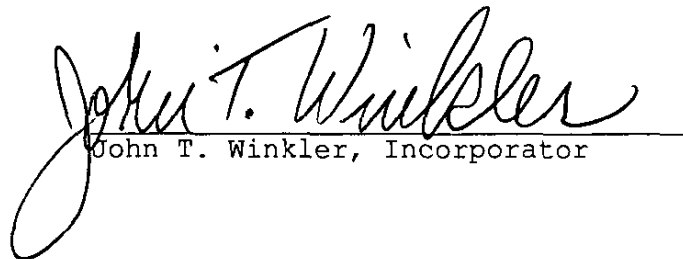
ARTICLE VIII. RESTRICTIONS

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 the purpose clause hereof.

No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation not directly related to its purpose as outlined above, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of any candidate for public office to the extent it will jeopardize its classification as a Real Estate Board. Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(6) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Dated this 20th day of November, 2006.


John T. Winkler, Incorporator

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


W. Robinson Frazier, Registered Agent

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