

Division of Corporations

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TALLAHASSEE, FLORIDA

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FLORIDA PROFIT/NON PROFIT CORPORATION**Florida Keys Real Estate Council, Inc.**

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**ARTICLES OF INCORPORATION
OF
FLORIDA KEYS REAL ESTATE COUNCIL, INC.**

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The undersigned incorporator, for the purpose of forming a not for profit Corporation under and by virtue of the laws of the State of Florida, adopts the following as the Articles of Incorporation of Florida Keys Real Estate Council, Inc.

ARTICLE I

NAME, ADDRESS, DURATION, REGISTERED OFFICE AND AGENT

(a) The name of the Corporation is Florida Keys Real Estate Council, Inc., hereinafter referred to as "the Corporation".

(b) The address of the principal office and mailing address of the corporation is 201 Front Street, Suite 203, Key West, Florida 33040.

(c) The existence of the Corporation will be perpetual.

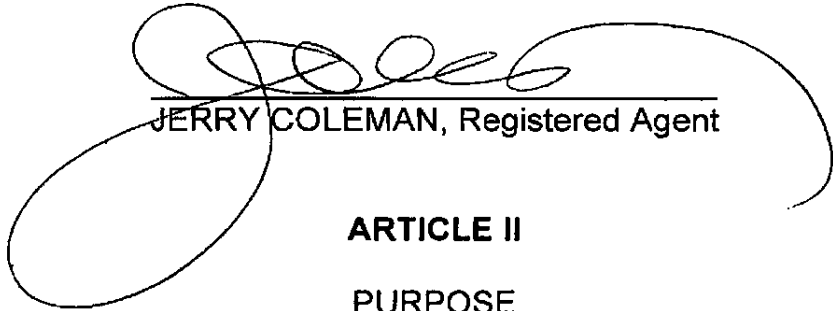
(d) The initial registered office of the Corporation will be located at 201 Front Street, Suite 203, Key West, Florida 33040.

(e) The initial registered agent of the Corporation at that address is Jerry Coleman.

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ACKNOWLEDGEMENT AND ACCEPTANCE BY REGISTERED AGENT:

I am familiar with and hereby accept the duties and obligations as Registered Agent.


JERRY COLEMAN, Registered Agent

ARTICLE II

PURPOSE

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The purposes for which the Corporation are formed, and the business and objects to be carried on and promoted by it are as follows:

(a) To encourage and promote the use of attorneys in real estate transactions; to foster and cultivate professional relations among real estate attorneys and other real estate professionals in Monroe County; to provide educational opportunities for real estate attorneys; and to promote the understanding by real estate professionals and the general public of the role of attorneys in real estate transactions.

(b) The Corporation is irrevocably dedicated to and operated exclusively for not for profit purposes; and no part of the income or assets of the Corporation shall be distributed to, nor inure to the benefit of, any individual.

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ARTICLE III**POWERS**

The Corporation is empowered:

(a) To do all lawful things necessary to carry out the purposes stated in Article II.

(b) To have all the corporate powers enumerated in the Florida Not For Profit Corporation Act not inconsistent with these Articles and appropriate for not for profit corporations.

ARTICLE IV**DIRECTORS**

The number of directors of the Corporation shall be as provided in the Bylaws; however, the number of directors shall not be less than three. The directors shall be elected as provided in the Bylaws. The directors of the Corporation must at all times be members of the Corporation. The original directors, and the terms for which each will serve, are set forth below:

<u>DIRECTOR (OFFICER)</u>	<u>Name/Firm/Address</u>	<u>Term</u>
Director	Jerry Coleman	June 27, 2007
	JERRY COLEMAN, P.L.	—
(President/Treasurer)	201 Front Street, Suite 203	June 30, 2008
	Key West, Florida 33040	
Director	Susan Cardenas	June 27, 2007
	STONES & CARDENAS	—
(Vice-President/Secretary)	221 Simonton Street	June 30, 2008
	Key West, Florida 33040	

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Director	Thomas D. Wright LAW OFFICES OF THOMAS D. WRIGHT 9711 Overseas Highway, Suite 5 Key West, Florida 33050	June 27, 2007 — June 30, 2008
Director	David Kirwin DAVID P. KIRWIN, P.A. 5800 Overseas Highway, Suite 4 Marathon, Florida 33050	June 27, 2007 — June 30, 2008

The directors shall serve without compensation.

ARTICLE V

MEMBERSHIP

The manner of admission and the grounds for termination of membership in the Corporation shall be as provided in the Bylaws.

ARTICLE VI

OFFICERS

The Corporation shall have those officers described in, and elected in the manner provided by, the Bylaws.

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ARTICLE VII

INCORPORATION

The name and address of the incorporator of Corporation is:

NAME

Jerry Coleman

ADDRESS

201 Front Street, Suite 203
Key West, Florida 33040

ARTICLE VIII

INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE IX

BYLAWS

Bylaws of the Corporation may be adopted, altered or rescinded by the directors at any regular meeting or any special meeting called for that purpose, so long as they are not inconsistent with the provisions of these Articles.

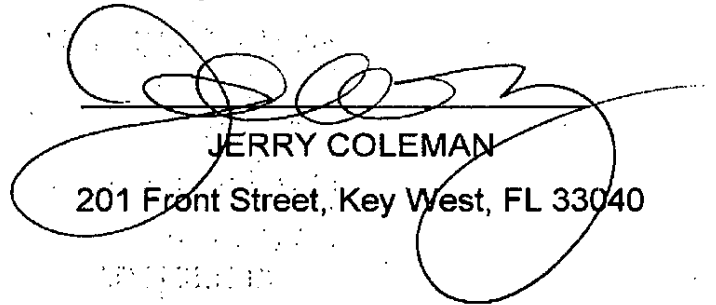
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ARTICLE X

DISSOLUTION

In the event of dissolution of the Corporation, the residual assets of the Corporation will be distributed to one or more organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code.

SIGNED by the incorporator this 27th day of June, 2007


JERRY COLEMAN
201 Front Street, Key West, FL 33040

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