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May 3, 1999

Department of State  
Division of Corporation  
P.O. Box 6327  
Tallahassee, Fl. 32314

FILED  
99 MAY 6 PM 1:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

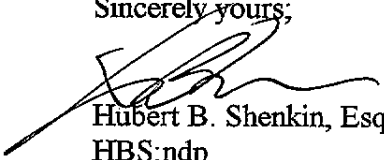
Gentlemen:

Enclosed please find original and one (1) copy of the Articles of Incorporation for filing from REAL EXCHANGE, INC..

Also enclosed is a check in the amount of \$87.75 for the filing fee, certified copy, and resident agent. Kindly stamp the copy as received and return with your letter and certified copy in the enclosed self-addressed, stamped envelope.

Thank you.

Sincerely yours;

  
Hubert B. Shenkin, Esq.  
HBS:ndp  
Encl.

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**ARTICLES OF INCORPORATION**

**OF**

**REAL EXCHANGE, INC.**

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TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under Chapter 617, Florida Statutes, does hereby adopt the following Articles of Incorporation:

**ARTICLE I: NAME**

The name of the Corporation is **REAL EXCHANGE, INC..**

**ARTICLE II: DURATION**

The period of duration of the Corporation is perpetual unless dissolved according to law. Corporate existence shall commence upon the filing of these Articles of Incorporation.

**ARTICLE III: PURPOSE**

The purpose and goal of the Corporation is to directly benefit education, the community, society and humankind by engaging in two primary activities namely an advertising publication and brokerage services of real estate.

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act, or engage in any other trade or business which can, in the opinion of the Board of Directors, be advantageously carried on in connection with or auxiliary to the foregoing business.

To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

The purposes for which the corporation is organized are exclusively religious, charitable, scientific, literary and educational within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

Notwithstanding any other provision of these Articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501 (c) (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

#### **ARTICLE IV: QUALIFICATION**

The qualifications for members and the manner of their admission are stated in the bylaws of the Corporation.

#### **ARTICLE V: INITIAL REGISTERED OFFICE AND AGENT**

The initial registered agent of the Corporation will be JAMIE LOGSDON, 3259-C Gardens East Drive, Palm Beach Gardens, FL 33410. The principal office of the Corporation will be 3259-C Gardens East Drive, Palm Beach Gardens, FL 33410.

#### **ARTICLE VI: INITIAL BOARD OF DIRECTORS**

The number of persons constituting the Board of Directors of the Corporation is four (4) initially. The method of election of directors is stated in the by-laws of the Corporation. The name and address of each person who is to serve as a member of the initial Board of Directors is:

JAMIE LOGSDON 3259-C Gardens East Drive Palm Beach Gardens, FL 33410.	President/Director
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TIMOTHY J. LOGSDON 2600 N. Flagler Drive Suite 1012 West Palm Beach, FL 33407	Director
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BRANDY DAVIS 2535 Gertrude Lane Lantana, FL 33462	Director
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KAROL YOUNG 2535 Gertrude Lane Lantana, FL 33462	Director
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#### **ARTICLE VII: NON-STOCK BASIS**

The Corporation is organized under a non-stock basis.

#### **ARTICLE VIII: DISSOLUTION**

Upon dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1986, or

corresponding section of any future Federal tax code, or shall be distributed to the Federal, state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction, in the county in which the principal office of the organization is then located, exclusively for such purposes.

#### ARTICLE IX: INCORPORATOR

The name and address of the incorporator of these Articles of incorporation is JAMIE LOGSDON, 3259-C Gardens East Drive, Palm Beach Gardens, FL 33410.

#### ARTICLE X: AMENDMENTS

The Corporation reserves the right to amend or repeal the provisions of these Articles of Incorporation, or any amendment(s) thereto.

#### ARTICLE XI: CORPORATE POWERS

The Corporation shall have all corporate powers as stated in 617.0302, Florida Statutes.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 26<sup>th</sup> day of March, 1999.

  
JAMIE LOGSDON

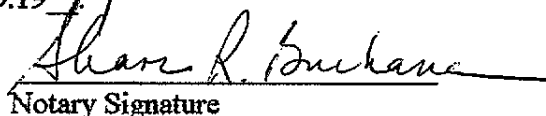
STATE OF Florida

COUNTY OF Palm Beach

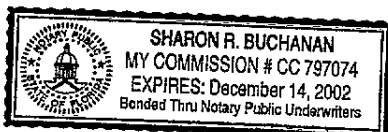
I HEREBY CERTIFY that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared JAMIE LOGSDON known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that she executed the same, that I relied upon the following form of identification of the above-named person; personally known, and that an oath was taken.

Witness my hand and official seal in the County and State last aforesaid this 26 day of March, A.D. 1999

My Commission Expires:

  
Notary Signature

Sharon R. Buchanan  
Printed Notary Signature



**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provision of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is REAL EXCHANGE, INC..
2. The name and address of the registered agent and office is JAMIE LOGSDON, 3259-C Gardens East Drive, Palm Beach Gardens, FL 33410.

HAVING BEEN NAMED AS REGISTERED AGENT TO AND ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF ALL MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

  
JAMIE LOGSDON

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