DEPARTMENT OF STATE DIVISION OF CORPORATIONS P.O. BOX 6327 TALLAHASSEE, FL 32314.

200003129682--3 *****78.75 *****78.75

SUBJECT: BANC ONE REALTY SERVICES, INC.

ENCLOSED IS AN ORIGINAL AND TWO(2) COPIES OF THE ARTICLES OF INCORPORATION AND A CHECK FOR \$78.75 FOR FILING FEE(S) AND A CERTIFIED COPY.

FROM:

GLENN SHERMAN 1600 NW BOCA RATON BLVD SUITE 19 **BOCA RATON, FLORIDA 33432** (561) 998-0244

T BROWN FEB 2 4 2000



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

February 15, 2000

GLENN SHERMAN 1600 NW BOCA RATON BLVD, SUITE 19 BOCA RATON, FL 33432

SUBJECT: BANC ONE RELATY SERVICES, INC.

Ref. Number: W0000004087

We have received your document for BANC ONE RELATY SERVICES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Written approval and clearance of the terms BANK, BANKER, BANC, BANKING, TRUST COMPANY, BANCSHARES, SAVINGS & LOAN ASSOCIATION, SAVINGS BANK, or CREDIT UNION must be obtained from the Division of Banking and Finance, pursuant to section 655.922(2a), Florida Statutes. The address is:

Division of Banking Director's Office 101 E. Gaines St. Fletcher Bldg., 6th Floor. Tallahassee, FL 32399-0350 (850) 410-9111.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6933.

Letter Number: 800A00007887

Teresa Brown Corporate Specialist



OFFICE OF THE COMPTROLLER

DEPARTMENT OF BANKING AND FINANCE STATE OF FLORIDA TALLAHASSEE 32399-0350

February 18, 2000

Mr. Glenn Sherman Post Office Box 812167 Boca Raton, FL 33481

Dear Mr. Sherman:

Re: "Banc One Realty Services, Inc."

Thank you for your recent letter/fax requesting approval for use of the above-referenced name.

It is the opinion of this Department that the above-referenced corporate name is definitive enough to differentiate the business being conducted from that of a commercial bank or trust company. Therefore, the Department does not object to your use of the above-referenced name being registered to conduct business in the state of Florida.

Sincerely,

Art Simon Director

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cc: Karon Beyer, Chief Bureau of Corporate Records Division of Corporations Secretary of State's Office

ARTICLES OF INCORPORATION

SECREBELLAMIO: 16
ALLANDER OF STATE
ORION THE UNDERSIGNED INCORPORATOR(S) FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT, HEREB ADOPTS(S) THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE I NAME

THE NAME OF THE CORPORATION SHALL BE:

BANC ONE REALTY SERVICES, INC.

ARTICLE II PRINCIPAL OFFICE

THE PRINCIPAL PLACE OF BUSINESS OF THIS CORPORATION SHALL BE:

1600 NW BOCA RATON BLVD SUITE 19 **BOCA RATON, FLORIDA 33432**

THE PRINCIPAL MAILING ADDRESS OF THIS CORPORATION SHALL BE:

POST OFFICE BOX 812167 **BOCA RATON, FLORIDA 33481**

ARTICLE III SHARES

THE NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS:

THE AGGREGATE NUMBER OF SHARES WHICH THE CORPORATION HAS AUTHORITY TO ISSUE IS 100,00 SHARES, ALL OF WHICH SHALL BE COMMON SHARES WITH \$.01 PAR VALUE.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

THE NAME AND ADDRESS OF THE INITIAL REGISTERED AGENT IS:

GLENN SHERMAN 1600 NW BOCA RATON BLVD SUITE 19 **BOCA RATON, FLORIDA 33432**

ARTICLE V INCORPORATOR(S)

THE NAME(S) AND STREET ADDRESSES OF THE INCORPORATOR(S) TO THESE ARTICLES OF INCORPORATION IS(ARE):

GLENN SHERMAN 1600 NW BOCA RATON BLVD. SUITE 19 BOCA RATON, FLORIDA 33432

ARTICLE VI BOARD OF DIRECTORS

THE NUMBER OF MEMBERS OF THE BOARD OF DIRECTORS MAY BE CHANGED FROM TIME TO TIME AS PROVIDED BY THE BY-LAWS OF THE CORPORATION AS ADOPTED BY THE STOCKHOLDERS; BUT, IN NO EVENT SHALL THE BOARD OF DIRECTORS CONSIST OF LESS THAN ONE (1) MEMBER AT ANY TIME

ARTICLE VII INITIAL DIRECTORS

THE INITIAL BOARD OF DIRECTORS SHALL CONSIST OF ONE (1) MEMBER WHO SHALL HOLD OFFICE UNTIL THE FIRST MEETING OF THE CORPORATION AND WHOSE NAME AND ADDRESS IS AS FOLLOWS:

GLENN SHERMAN 1600 NW BOCA RATON BLVD SUITE 19 BOCA RATON, FLORIDA 33432

THE UNDERSIGNED INCORPORATOR(S) HAS(HAVE) EXECUTED THESE ARITICLES OF INCORPORATION THIS

16TH DAY OF FEBRUARY 2000.

PAGE(2)

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

OOFEB 24 AM 10: 16
SECRE ARY OF STATE PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTE THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATE IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. THE NAME OF THE CORPORATION IS:

BANC ONE REALTY SERVICES, INC.

2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:

GLENN SHERMAN 1600 NW BOCA RATON BLVD SUITE 19 **BOCA RATON, FLORIDA 33432**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO 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 MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POISTION AS REGISTERED AGENT.