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March 20, 2000

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Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

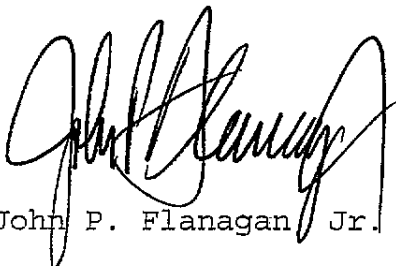
Re: Articles of Incorporation of Ursula Saupt-Carrano, P.A.

Gentlemen,

Enclosed, please find Articles of Incorporation of Ursula Saupt-Carrano, P.A. for filing with your office. Also enclosed, please find a check payable to the Secretary of State in the sum of \$70.00 to cover the filing fee for the Articles of Incorporation.

It would be greatly appreciated if you would file the articles and advise me at your earliest convenience as to date of filing and the Charter number assigned to the corporation. Should you have any questions regarding this matter, please feel free to contact me.

Sincerely,



John P. Flanagan Jr.

JPF/mrk

Enclosed: a/s

FILED
00 MAR 24 PM 2:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

* I added RA.
acceptance for
Ursula Saupt-Carrano on 3-3
of Sent my note.

JB
3-22-00
5

ARTICLES OF INCORPORATION
OF
URSULA SAIPT-CARRANO, P.A.

FILED
00 MAR 24 PM 2:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned natural person, who is licensed or otherwise legally authorized to handle real estate transactions in the State of Florida, hereby forms a Professional Association in accordance with the Florida Professional Service Corporation Act, and hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is Ursula Saipt-Carrano, P.A., with its principal office located at 9222 Sunnyoak Drive, Riverview, FL 33569.

ARTICLE II

The purposes for which this corporation is formed are:

A. To engage in the handling of real estate transactions as a professional corporation, and to act as real estate practitioner for the purpose of providing services in all forms of real property transactions.

B. To do everything necessary, proper, or convenient for the accomplishment of any of the purposes herein set forth, and to do every other act incidental thereto which is not forbidden by the laws of the State of Florida or by the provisions of these Articles of Incorporation.

The purpose of this corporation shall be carried out only through officers, employees, and agents, each of whom is duly licensed or otherwise legally qualified to render professional real estate services in the State of Florida, as provided in Chapter 475, Florida Statutes.

ARTICLE III

Authorized Stock

This corporation shall be authorized to issue 1,000 shares of common stock with a \$1.00 par value.

ARTICLE IV

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 9222 Sunnyoak Drive, Riverview, FL 33569, and the name of the initial registered agent of this corporation at that address is Ursula Saupt-Carrano.

ARTICLE V

Initial Board of Directors

This corporation shall have one director initially. The number of directors may be changed from time to time by the by-laws but shall never be less than one (1). The name and address of the initial director of this corporation is:

Ursula Saupt-Carrano
9222 Sunnyoak Drive
Riverview, FL 33569

ARTICLE VI

Incorporator

The name and address of the person signing these articles is:

Ursula Saupt-Carrano
9222 Sunnyoak Drive
Riverview, FL 33569

ARTICLE VII

Powers

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE VII

Preemptive Rights

Every shareholder, upon the sale for cash or any other consideration, of any stock of this corporation after the original issue, shall have the right to purchase his or her pro rata share of the same kind, class or series as that which he already holds, as nearly as may be done without causing fractional shares to be issued, at the same price and on the same terms as offered to anyone else.

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

Before me, the undersigned authority, authorized to take acknowledgments in the state and county set forth above, personally appeared before me, URSULA SAIPT-CARRANO known to me and known by me to be the person who executed the foregoing Articles of Incorporation as incorporator and registered agent, and she acknowledged before me that she executed those Article of Incorporation.

Sworn and Subscribed before me this 20 day of March, 2000.



LINDA G. SULLIVAN
COMMISSION # CC 657792
EXPIRES JUN 22, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.

Linda G. Sullivan
Notary Public

ARTICLE IX
Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X
Dissolution

The corporation may be dissolved at any time, 1) by the unanimous written consent of the shareholders; 2) on the affirmative vote of the holders of at least seventy-five percent (75%) of the outstanding shares of the corporation entitled to vote thereon. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by them.

ARTICLE XI
Effective Date

These Articles of Incorporation shall be effective the 20th day of March, 2000.

ARTICLE XII
Management

The business and affairs of the Corporation shall be managed by the shareholders of the Corporation and the Board of Directors.

ARTICLE XIII
By-Laws

The By-Laws of this Corporation shall be promulgated by the Board of Directors and approved by a majority of the stockholders at any regular meeting. Thereafter, the By-Laws may be amended, altered, or rescinded by a majority of the Board of Directors present at any regular or special meeting called for that purpose and then ratified by a majority of the stockholders at their regular meeting.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 20th day of March, 2000.

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


URSULA SAINT-CARRANO

URSULA SAINT-CARRANO, as
Registered Agent

FILED
00 MAR 24 PM 2:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA