MICHAEL A SANTORE ACCOUNTING & INCOME TAX SERVICE

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April 10, 2000

Division of Corporations P.O. box 6327 Tallahassee, FL 32314 200003205042--5 -04/12/00--01074--001 *****70.00 *****70.00

Attn: Bureau of Corporate Records

Dear Chief:

Enclosed please find the Articles of Incorporation for THERESA AYERS, P.A. and a check for \$70.00 to cover the required filing cost to form a corporation. If these are in order, I would appreciate you forwarding the approved articles to my attention at the address below. If you require additional information, please contact me.

Sincerely yours,

Michael A. Santore

ARTICLES OF INCORPORATION

OF

THERESA AYERS, P.A.

ARTICLE 1

The name of the Corporation is:

THERESA AYERS, P.A.

ARTICLE 2

The term of existence of this corporation shall be perpetual. This corporation shall be deemed to commence its existence on the acceptance of these Articles of Incorporation by the State of Florida.

ARTICLE 3

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE 3A

This Professional Association is being formed to engage in the selling of real estate as a real estate agent.

ARTICLE 4

The aggregate number of shares which the corporation has authority to issue is ONE THOUSAND (1000) shares, all of which shall be common shares with a par value of TEN cents (.10).

ARTICLE 5

The location of the principal office is:

200 Richards Road Melbourne Beach, FL 32951

ARTICLE 6

The street address of the initial registered office of the corporation shall be 483 Orlov RD NW, Palm Bay, FL 32907. The name of the initial registered agent at that address is Michael A. Santore.

ARTICLE 6A

Registered Agent Acceptance

" I hereby am familiar with and accept the duties and responsibilities as registered agent for this corporation"

Mighael A Santore

ARTICLE 7

The Board of Directors of the Corporation shall consist of at least ONE member. The name and address of the initial director is:

NAME

ADDRESS

Theresa Ayers

200 Richards Road Melbourne Beach, FL 32951

ARTICLE 8

The name of the incorporator is:

NAME

ADDRESS

Michael A. Santore

483 Orlov RD. NW Palm Bay, FL 32935

ARTICLE 9

The amount of stated capital with which this corporation will begin business is 1000 (1000) dollars.

INCORPORATOR