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June 28, 2000

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Division of Corporations
Secretary of State
P. O. Box 6327
Tallahassee, FL 32314

RE: Articles of Incorporation for **Doreen Shaw Realty, Inc.**

Dear Sirs:

Enclosed are an original and one copy of the aforementioned Articles of Incorporation for Doreen Shaw Realty, Inc., to be filed with the Secretary of State. Also enclosed is a check in the amount of \$78.75, which covers the filing fee and certificate of status. Please return to the address below.

Should you require any further information, please do not hesitate to call.

Sincerely,



Doreen Shaw
107 West 7th Avenue
Mount Dora, FL 32757

/pj

Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FL 32314

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

The undersigned subscriber of these articles of incorporation is a natural person competent to contract and form a corporation under the laws of the State of Florida.

ARTICLE I. Name. The name of this corporation is: **Doreen Shaw Realty, Inc.**

ARTICLE II. Nature of Business. The purpose of this corporation is to transact any or all lawful business for which corporations may be incorporated under Chapter 607 Florida Statutes.

ARTICLE III. Capital Stock. Capital Stock authorized to be issued is: One hundred (100) shares of Capital Stock, \$.10 par value per share. The stock is to be issued in the following manner:

100 Shares of Capital Stock to Doreen Shaw

ARTICLE IV. Initial Capital. The amount of capital with which the corporation shall begin business is One Hundred Dollars US (\$100).

ARTICLE V. Term of Existence. The corporation is to exist perpetually.

ARTICLE VI. Address. The principal place of business is Mount Dora, Florida, and the mailing address is 106 West 7th Avenue, Mount Dora, FL 32757. The Board of Directors may from time to time move the principal office to any other address.

ARTICLE VII. Directors. The corporation shall have the following initial director:

Doreen Shaw 410 Sassafras Lane, Mount Dora, FL 32757

ARTICLE VIII. Officers. The initial officers of the corporation will be elected at the first Board of Directors Meeting. Elections shall be held annually and the Board of Directors is charged with electing the officers of the Corporation.

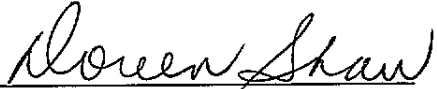
ARTICLE IX. Preemptive Rights. Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others. This right to purchase shall be done without issuance of fractional shares.

ARTICLE X. Incorporator. Name and address of the incorporator signing these articles is: Doreen Shaw, 410 Sassafras Lane, Mount Dora, FL 32757.

ARTICLE XI. Fundamental Corporate Changes. Any fundamental corporate change involving a tender offer for the corporation, merger, consolidation or other reorganization shall require the majority vote of 75% of all outstanding common shares. This requirement shall not apply when acquiring or forming subsidiaries that are at least 80% owned by the corporation.

ARTICLE XII. Amendment. This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 28th day of June 2000.


DOREEN SHAW, Incorporator

ADDENDUM TO ARTICLES OF INCORPORATION

The corporation, DOREEN SHAW REALTY, INC., hereby designates Gladys E. Johnson, as Registered Agent for the service of process, with the registered office being 2742 E. Dellwood Drive, Eustis, FL 32726.

Said Registered Agent having been named to accept service of process for the corporation, at the aforementioned address, agrees to act in this capacity and agrees to comply with the provisions of the Florida Statutes relative thereto. Said Registered Agent shows his/her agreement by signing below.



Gladys E. Johnson, Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA