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TRANSMITTAL LETTER

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

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-08/03/00--01071--005  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

SUBJECT: The HowLANDER-Block Group  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00  
Filing Fee

\$78.75  
Filing Fee  
& Certificate of Status

\$78.75  
Filing Fee  
& Certified Copy

\$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

FROM: SURETTA HOLLANDER  
Name (Printed or typed)

10563 Boca Woods Lane  
Address

Boca Raton FL 33428  
City, State & Zip

561-912-3508  
Daytime Telephone number

STATE OF FLORIDA  
TALLAHASSEE, FLORIDA

00 AUG -3 AM 9:23

FILED

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION**

FILED

OF

00 AUG -3 AM 9:23

**The Hollander-Block Group, Inc.**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

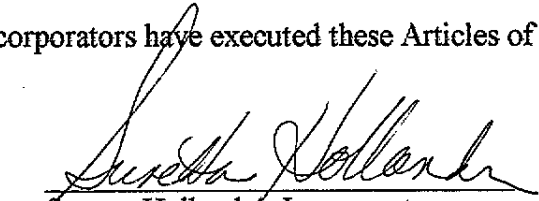
**THE UNDERSIGNED** acting as Incorporators of a corporation under the Florida General Corporation Act pursuant to Chapter 607 and 621 Florida Statutes (F.S.), adopt the following Articles of Incorporation:


- Article I** The name of this corporation is - The Hollander-Block Group, Inc.
- Article II** Principal place of business - REMAX Services  
6070 North Federal Highway  
Boca Raton, Florida 33487
- Article III** The purpose is to engage in any activity or business permitted under the laws of the United States and Florida, including, but not limited to providing general real estate business services.
- Article IV** The corporation is authorized to issue 100 common stock shares at \$1.00 par value.
- Article V** Initial Board of Directors. This corporation initially shall have two (2) Board of Directors. The number of directors may be increased from time to time by an amendment of the By-Laws of the corporation in the manner provided by law, but shall never be less than two. The names and addresses of the initial directors are as follows:
- |                   |   |
|-------------------|---|
| Suretta Hollander | 10563 Boca Woods Lane<br>Boca Raton, Florida 33428          |
| Roxanne Block     | 9793 Arbor Oaks Lane, Apt. 203<br>Boca Raton, Florida 33428 |
- Article VI** The name and address of the initial registered agent is as follows:
- Roxanne Block  
9793 Arbor Oaks Lane, Apt. 203  
Boca Raton, Florida 33428
- Article VII** The name and addresses of the Incorporators signing these Articles of Incorporation are as follows:
- |                   |   |
|-------------------|---|
| Suretta Hollander | 10563 Boca Woods Lane<br>Boca Raton, Florida 33428          |
| Roxanne Block     | 9793 Arbor Oaks Lane, Apt. 203<br>Boca Raton, Florida 33428 |


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

**Article IX** Preemptive Rights. Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the Treasury in the ratio that the number of shares he/she holds at the time of issue bears to the total number of shares outstanding, inclusive of Treasury shares. This right shall be deemed waived by any shareholder that does not exercise it and pay for the shares preempted within fifteen (15) days of receipt of a notice in writing from the corporation, stating the price, terms and conditions of the issue of shares, and inviting him/her to exercise the preemptive rights. This right may also be waived by a affirmative written waiver submitted by the shareholder to the corporation within fifteen (15) days of receipt of notice from the corporation.

**IN WITNESS WHEREOF**, the undersigned Incorporators have executed these Articles of Incorporation this 30 June, 2000.

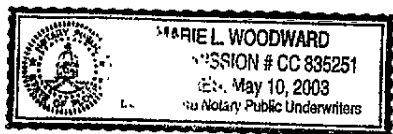
  
Suretta Hollander, Incorporator

  
Roxanne Block, Incorporator

  
Roxanne Block, Registered Agent

I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES OF REGISTERED AGENT

Notary



\*Marie Woodward  
expires 5/10/2003