#### CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302

## (8<u>50)</u> 224-8870 • 1-800-342-8062 • Fax (8<u>50)</u> 222-1222

Art of Inc. File Cot LTD Partnership File\_\_\_ Foreign Corp. File\_\_\_\_ L.C. File\_ Fictitious Name File Trade/Service Mark\_\_ Merger File\_ Art. of Amend. File\_ RA Resignation\_ Dissolution / Withdrawal\_ Annual Report / Reinstatement Cert. Copy\_ Photo Copy\_ Certificate of Good Standing Certificate of Status\_ Certificate of Fictitious Name\_\_\_\_\_ Corp Record Search\_\_\_\_ Officer Search Fictitious Search\_ Fictitious Owner Search\_ Signature Vehicle Search SMITH AUG 25 2000 UCC 11 Netrievall W Requested by: Name Will Pick Up Walk-In \_

#### ARTICLES OF INCORPORATION

OF

#### TAX FREE REAL ESTATE EXCHANGE, INC.

The undersigned for the purpose of forming a corporation under the Florida General Corporation Act, Florida Statutes, Section 607, hereby adopts the following Articles of Incorporation:

#### **ARTICLE I - NAME**

The name of this corporation shall be:

TAX FREE REAL ESTATE EXCHANGE, INC.

The principal place of business is

600 Fifth Avenue South, Suite 206 Naples, Florida 34102

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#### **ARTICLE II - DURATION**

The existence of this corporation shall commence with the filing of these articles. The term of existence of this corporation is perpetual.

#### **ARTICLES III - PURPOSE**

The purpose is to engage in any and all business activities permitted under the laws of the United States and the State of Florida.

#### ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of one class, \$1.00 par value common stock.

#### ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent and office of this corporation is as follows:

Lillian L. Elizondo 600 Fifth Avenue South, Suite 206 Naples, Florida 34102

#### ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time in accordance with the Bylaws.

The name and address of the initial director of this corporation is:

Lillian L. Elizondo 600 Fifth Avenue South, Suite 206 Naples, Fl 34102

#### ARTICLE VII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation is:

Lillian L. Elizondo 600 Fifth Avenue South, Suite 206 Naples, Florida 34102

IN WITNESS WHEREOF, I have subscribed my name this 28 day of August, 2000.

LILLIAN L. ELIŹONDO<sup>(</sup>-

STATE OF FLORIDA COUNTY OF COLLIER

On this 28 day of August, 2000, before me, a Notary Public, the undersigned officer, personally appeared Lillian L. Elizondo to me known to be the person whose name is subscribed to the within instrument and he acknowledged that he executed the same for the purpose contained therein. She is personally known to me.

IN WITNESS WHEREOF, I hereby set my hand and official seal.

(SEAL)

My Commission Expires:

Notary



#### APPOINTMENT OF RESIDENT AGENT

### STATE OF FLORIDA DEPARTMENT OF STATE

Certificate designating place of Business or Domicile for the Service of Process within this State, naming Agent upon whom process may be served and names and addresses of the Officers and Directors.

TAX FREE REAL ESTATE EXCHANGE, INC., a corporation under the laws of the State of Florida, with its principal office at 600 Fifth Avenue South, Suite 206, Naples, FL 34102, named Lillian L. Elizondo, 600 Fifth Avenue South, Suite 206, Naples, FL 34102, as its resident agent to accept service of process within this State.

	<u>OFFICERS</u>	<u>NAMES</u>	SE0	00	
PRESIDENT SECRETARY TREASURER		Lillian L. Elizondo Lillian L. Elizondo Lillian L. Elizondo		AUG 25 PH	Care
	<b>DIRECTORS</b>		Valle	•••	
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Lillian L. Elizondo:

600 Fifth Avenue South, Suite 206

Naples, Fl. 34102

DATED:

August 28, 2000.

#### ACCEPTANCE:

I agree as Resident Agent to accept Service of Process; to keep the office open during prescribed hours; to pose my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by law.