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TRANSMITTAL LETTER

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 SEP 11 AM 10:03

SUBJECT: HOME RUN REAL ESTATE SCHOOL, INC.

Enclosed please find an original and one (1) copy of the Articles of Incorporation for the above corporation and check in the amount of \$78.75.

FROM: Louis R. Linden
157 Bimini Road
Cocoa Beach, FL 32931

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 SEP 11 AM 10:09

ARTICLES OF INCORPORATION
OF
HOME RUN REAL ESTATE SCHOOL, INC.

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation shall be HOME RUN REAL ESTATE SCHOOL, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 700 N. Wickham Road, Suite 203, Melbourne, Florida 32935.

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding is one thousand (1,000) shares.

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Louis R. Linden, whose address is 700 N. Wickham Road, Suite 203, Melbourne, Florida 32935.

ARTICLE V - INCORPORATORS

The name and street address of the incorporator to these Articles of Incorporation are:

Louis R. Linden

157 Bimini Road
Cocoa Beach, FL 32931

Donna M. Linden

157 Bimini Road
Cocoa Beach, FL 32931

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 24 day of Aug., 2000.

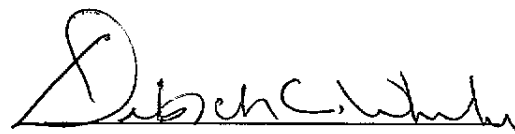

LOUIS R. LINDEN


DONNA M. LINDEN

STATE OF FLORIDA
COUNTY OF BREVARD

I **HEREBY CERTIFY** that on this day, before me, a Notary Public authorized to take acknowledgments in the State of Florida, the County named above, personally appeared LOUIS R. LINDEN, to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 24 day of August, 2000.


NOTARY PUBLIC
STATE OF FLORIDA

MY COMMISSION EXPIRES:



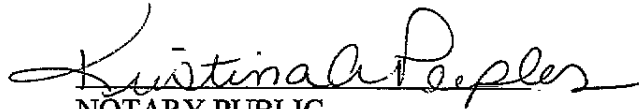
Deborah C. Wheeler
MY COMMISSION # CC672064 EXPIRES
December 10, 2001
BONDED THRU TROY FAIN INSURANCE, INC

FDCL535-536-48-422-0

STATE OF FLORIDA
COUNTY OF BREVARD

I **HEREBY CERTIFY** that on this day, before me, a Notary Public authorized to take acknowledgments in the State of Florida, the County named above, personally appeared DONNA M. LINDEN, to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 6th day of Sept., 2000. FILE # U535-17358-762-0


NOTARY PUBLIC
STATE OF FLORIDA



00 SEP 11 AM 10:09

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida:

1. The name of the corporation is HOME RUN REAL ESTATE SCHOOL, INC.
2. The name and address of the registered agent and office is

LOUIS R. LINDEN

700 N. Wickham Road, Suite 203

MELBOURNE, FLORIDA 32935

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

Louis R. Linden

DATE

24 Aug. 2000