

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P000000090390

Homburgers Advantage Realty, Inc.

400003402614--2

-09/25/00--01083--008

*****78.75 *****78.75

- ✓ Art of Inc. File *CM*
- ___ 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
- ___ Vehicle Search
- ___ Driving Record
- ___ UCC 1 or 3 File
- ___ UCC 11 Search
- ___ UCC 11 Retrieval
- ___ Courier

FILED
00 SEP 25 AM 8:15
TALLAHASSEE FLORIDA
STATE

RECEIVED
00 SEP 25 PM 12:14
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Signature

Requested by:

CM *9/25* *11:20*

Name

Date

Time

Walk-In

Will Pick Up

9/24

ARTICLES OF INCORPORATION

OF

HOMEBUYERS ADVANTAGE REALTY, INC.

ARTICLE 1. NAME

The name of this corporation shall be HomeBuyers Advantage Realty, Inc.

ARTICLE 2. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filling of these Articles of Incorporation by the SECRETARY OF THE STATE. This corporation's duration shall be perpetual.

ARTICLE 3. PURPOSE

This corporation is being organized for the purpose of engaging in the practice of the sale of real estate throughout the region and all lawful business for which corporations may be incorporated under the Florida General Corporation Act engaging in the transaction of any and all business activities permitted under the laws of FLORIDA and the United States of America.

ARTICLE 4. CAPITAL STOCK

This corporation shall have the authority to issue 1,000 shares of common stock with a par value of \$1.00 per share value shares of common stock.

FILED
00 SEP 25 AM 8:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 5. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

ARTICLE 6. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for the sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for the acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares or the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of

the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

``These Shares Are Subject To Certain
Transfer Restrictions Imposed By This
Corporation's Articles Of Incorporation,
A Copy Of Which Is On File At This
Corporation's Principal Office.''

ARTICLE 8. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board of Directors shall be two (2) directors. The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the Initial Board of Directors are:

Terry Joseph Nadeau

3003 South Hwy., 77 Suite F

Lynn Haven, Fl 32444

Robert Bryan Oglesby

3003 South Hwy., Suite F

Lynn Haven, Fl 32444

ARTICLE 8. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE 9. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office and the address of this corporation's initial registered office shall be:

3003 South Hwy. 77, Suite F

Lynn Haven, Florida 32444

The name of the individual who shall serve as this corporation's initial registered agent at that address is:

Terry Joseph Nadeau

ARTICLE 10. INCORPORATE

The name of the individual who shall serve as this corporation's are:

Terry Joseph Nadeau

Robert Bryan Oglesby

3003 South Hwy. 77, Suite F

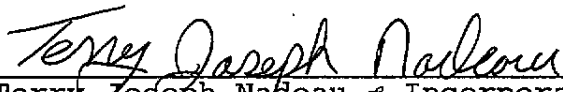
3003 South Hwy. 77, Suite F

Lynn Haven, Fl 32444

Lynn Haven, Fl 32444

ARTICLE 11. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.


Terry Joseph Nadeau - Incorporator


Robert Bryan Oglesby - Incorporator

I hereby accept my designation as a resident agent and agree to serve as the resident agent and agree to serve as the resident agent of Homebuyers Advantage Realty, Inc. I hereby state that I am familiar with and accept the duties and responsibility as registered agent for Homebuyers Advantage Realty, Inc.

Terry Joseph Nadeau
Terry Joseph Nadeau - Registered Agent

State of Florida

County of Bay

On September 19, 2000, Terry Joseph Nadeau, designated above as the individual who shall serve as the corporation's initial registered agent and Incorporator, who is personally known to me, personally appeared before me at the time of notarization, acknowledged signing these Articles of Incorporation of Homebuyers Advantage Realty, Inc.

Bette D. Holden
Bette D. Holden
NOTARY PUBLIC - STATE OF FLORIDA
MY COMMISSION EXPIRES: February 14, 2001



Bette D Holden
My Commission CC617136
Expires February 14, 2001

FILED
00 SEP 25 AM 8:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA