

EPSTEIN & FRISCH

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PO00000104394

November 1, 2000

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

RE: Mullinnix-Bretoi Realty, Inc.

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-11/06/00--01120--003
*****70.00 *****70.00

Dear Sirs:

Please find enclosed Articles of Incorporation for Mullinnix-Bretoi Realty, Inc. I am also enclosing the appropriate filing fee of \$70.00. Would you please return to me a file-marked copy of the Articles as well as the Certificate of Incorporation.

Thank you for your assistance in this matter.

Sincerely yours,

EPSTEIN & FRISCH

Robert D. Epstein /wp

Robert D. Epstein
Dictated but not read

RDE.ldp
Enclosures

FILED
00 NOV -6 PM 2:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Feb
11/7

ARTICLES OF INCORPORATION
OF
MULLINNIX-BRETOI REALTY, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, desiring to form a corporation (hereinafter referred to as the "Corporation"), pursuant to the provisions of a Florida Business Corporation Act, as amended (hereinafter referred to as the "Act"), executes the following Articles of Incorporation.

ARTICLE I

NAME

The name of the Corporation is Mullinnix-Bretoi Realty, Inc.

ARTICLE II

PURPOSES

The purposes for which the Corporation is formed are all lawful purposes pursuant to the Act.

ARTICLE III

PERIOD OF EXISTENCE

The period for which the Corporation shall continue is perpetual.

ARTICLE IV

RESIDENT AGENT AND REGISTERED OFFICE

Section 1. Resident Agent. The name and address of the Corporation's Resident Agent for service of process is as follows:

Betty Mullinnix-Bretoi
5065 Commonwealth Drive
Sarasota, Florida 34242
(941) 349-5539

Section 2. Registered Office. The post office address of the Principal Office of the Corporation is 5065 Commonwealth Drive, Sarasota, Florida 34242.

ARTICLE V
AUTHORIZED SHARES

Section 1. Number of Shares

The total number of shares which the Corporation is to have authority to issue is one thousand (1,000).

- A. The number of authorized shares which the Corporation designates as having par value is none.
- B. The number of authorized shares which the Corporation designates as without par value is one thousand (1,000).

Section 2. Terms of Shares - Consideration for Capital Stock

One hundred (100) shares of Capital Stock of the Corporation shall be issued for cash and assets at \$10.00 per share. The remaining nine hundred (900) shares of Capital Stock of the Corporation may be issued for such consideration as may be fixed from time to time by the Board of Directors.

Section 3. Capital

The aggregate net amount of the consideration received by the Corporation from the sale of its Capital Stock shall, from time to time, be the Capital of the Corporation.

Section 4. Preemptive Rights

The holders, from time to time, of the Capital Stock of the Corporation shall have the right to purchase, at such respective equitable prices, terms and conditions (including pragmatic adjustments to avoid the issue of fractional shares) as shall be fixed by the Board of Directors, such of the shares of Capital Stock of the Corporation as may be hereafter issued, from time to time, whether constituting a part of the Capital Stock presently or subsequently authorized, and including shares held in the treasury of the Corporation in the respective ratios which the number of shares held by each shareholder at the respective time of such issues bears to the total number of shares issued and outstanding in the names of all of the shareholders at such respective time.

Section 5. Dividends

Such dividends as may be determined by the Board of Directors (after giving due consideration to the needs of the Corporation for adequate reserves and working capital) may be declared and paid upon the Capital Stock from time to time out of the earned surplus or net

profits of the Corporation, so long as the declaration and payment of such dividends does not result in any impairment of capital.

ARTICLE VI

REQUIREMENTS PRIOR TO DOING BUSINESS

The Corporation will not commence business until consideration of the value of at least One Thousand Dollars (\$1,000) has been received for the issuance of shares.

ARTICLE VII

DIRECTOR(S)

Section 1. Number of Directors

The initial Board of Directors is composed of one member period. The number of directors may be from time to time fixed by the by-laws of the corporation at any number. In the absence of a by-law fixing the number of directors, the number shall be one (1).

Section 2. Name and Post Office Address of the Director – The Name and Post Office of the Initial Board of Directors of the Corporation are:

<u>NAME</u>	<u>NUMBER & STREET</u>	<u>CITY</u>	<u>STATE</u>	<u>ZIP</u>
Betty Mullinnix-Bretoi	5065 Commonwealth Drive	Sarasota	Florida	34242

Section 3. Qualifications of Directors.

1. 21 years of age.
2. U.S. Citizen.

ARTICLE VIII

INCORPORATOR

The name and post office address of the incorporator of the Corporation is Betty Mullinnix-Bretoi located at 5065 Commonwealth Drive, Sarasota, Florida 34242.

ARTICLE IX

PROVISIONS FOR REGULATION OF THE BUSINESS AND CONDUCT OF AFFAIRS OF THE CORPORATION

Pursuant to the by-laws of Mullinnix-Bretoi Realty, Inc.

IN WITNESS THEREOF, the undersigned being the incorporator designated in Article VIII, executes these Articles of Incorporation and certified to the truth and facts herein states this 14th day of October, 2000.

Betty Mullinnix-Bretoi
Signature

BETTY MULLINIX-BRETOI
Printed Name

IN WITNESS THEREOF, the undersigned being the incorporator designated in Article VIII, executes these Articles of Incorporation and certified to the truth and facts herein states this _____ day of October, 2000.

Signature

Printed Name

STATE OF FLORIDA)
)
COUNTY OF SARASOTA)

I, the undersigned, a Notary Public duly commissioned to take acknowledgments and administer oaths in the State of Florida, certify that Betty Mullinnix-Bretoi, being the sole incorporator referred to in Article VIII of the foregoing Articles of Incorporation, personally appeared before me, acknowledged the execution thereof, and swore to the truth and the facts therein stated.

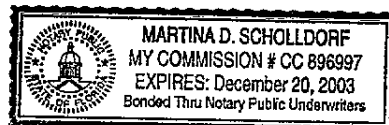
Witness my hand and Notarial Seal this 14th day of October, 2000.

Martina D. Scholldorf
Notary Public, Signature

Martina D. Scholldorf
Printed Name

My County of Residence: Sarasota, FL.

My Commission Expires: Dec. 20, 2003



ACCEPTANCE BY RESIDENT AGENT

I, Betty Mullinnix-Bretoi, hereby accept the responsibility as Resident Agent for the purposes of service of process pursuant to The Florida Business Corporation Act Section 607.05(01)(03), as amended.

10/14/00
Date

Betty Mullinnix-Bretoi
Betty Mullinnix-Bretoi

Betty Mullinnix-Bretoi
Printed Name

FILED
00 NOV -6 PM 2:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA