

P01000010724

Donald W. Duncan, P.A.

Attorney and Counselor at Law

25 Florida Park Drive, Suite B
Palm Coast, Florida 32137
(904) 445-0500
Fax: (904) 445-7600

Mailing Address:
P.O. Box 352411
Palm Coast, Florida
32135-2411

April 20, 2001

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

400004045354--6
-04/23/01--01160--009
*****35.00 *****35.00

Re: Margie Ann Ankrom, P.A.
Document No. P01000010724

TO WHOM IT MAY CONCERN:

Enclosed please find an original and one (1) copy of the Articles of Amendment and new Articles of Incorporation and, the original of the Designation of Registered Agent concerning the above referenced corporation, together with our check in the sum of \$35.00 representing your filing fee. If all is in order, kindly file the Articles of Amendment and new Articles of Incorporation and return a copy of same to me.

If you have any questions, please do not hesitate to call.

Very truly yours,


Donald W. Duncan

DWD:da Ala Duncan GAVE

Encl.

AUTHORIZATION BY PHONE TO

CORRECT the word Articles of Amendment on
the Certificates.

DATE MAY 1 2001

DOC. EXAM. T. LEWIS

01 APR 23 PM 3:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Asst. Sec. FNC

T. LEWIS MAY 1 2001

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF

ANKROM & ANKROM, P.A.

FILED
01 APR 23 PM 3:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED natural person, who is licensed real estate sales person or Broker in the State of Florida hereby expresses the intention of forming a **PROFESSIONAL CORPORATION** in accordance with the Professional Service Corporation Act, and hereby adopts the following articles of incorporation for such Corporation:

ARTICLE I. NAME

The new name of the Corporation is **Margie Ann Ankrom, P.A.**

ARTICLE II. DURATION

The period of the Corporation's duration shall be perpetual or until dissolved on a vote of Shareholders as hereafter provided.

ARTICLE III. PURPOSE

The purpose of the Corporation is to provide real estate Services to clients, including listing properties for sale, selling real estate and providing property management services.

ARTICLE IV. CAPITAL STOCK

The total number of shares of Capital Stock which the Corporation shall be authorized to issue is 10,000 shares. Such shares shall be of a single class of Common Stock and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE V. CAPITALIZATION

The amount of capital with which the Corporation will have at the beginning is not less than five hundred dollars (\$500.00).

ARTICLE VI. PRINCIPAL OFFICE

The address of the Corporation's principal office is P.O. Box 351820, Palm Coast, FL 32135-1820. The name and address of the Registered Agent shall be **Donald W. Duncan, P.A.**, 25-B Florida Park, Drive, Palm Coast, FL 32137, to accept service of process within this state as to this Corporation.

ARTICLE VII. CORPORATE POWERS

The Corporation shall have all the rights and powers now or hereafter conferred on professional corporations by the laws of the State of Florida.

ARTICLE VIII. INCORPORATOR

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

<u>Name</u>	<u>Address</u>
MARGIE ANN ANKROM	P.O. Box 351820 Palm Coast, FL 32135-1820

ARTICLE IX. DIRECTORS

The Corporation is to be managed by a Board of Directors. The number of Directors constituting the Board of Directors is one, the name and address of the Director is:

<u>Name</u>	<u>Address</u>
MARGIE ANN ANKROM	P.O. Box 351820 Palm Coast, FL 32135-1820

The initial Director shall hold office until her successors are elected and qualify as provided in the By-Laws. Thereafter, the term of each Director shall be for one year and until the election and qualification of a successor. The number of Directors set forth herein and constituting the initial Board of Directors shall be the authorized number of Directors until such number is changed by a By-Law duly adopted by the Shareholders.

ARTICLE X. BY-LAWS

The initial Directors shall submit the proposed By-Laws to the Shareholders at a meeting to be held for that purpose no more than fifteen (15) days following the issuance of the Certificate of Incorporation. Following the adoption of bylaws by the Shareholders, the internal affairs of the Corporation are to be regulated and managed in accordance with such By-Laws.

ARTICLE XI. DISSOLUTION

The Corporation may be dissolved at any time (1) by a unanimous written consent of the shareholders; or (2) on the affirmative vote of at least two-thirds of the outstanding shares of the Corporation entitled to vote thereon. On dissolution, the corporate property and assets shall, after payment of all debts of the Corporation, be distributed to the Shareholders pro rata, each Shareholder to participate in the distribution in direct proportion to the number of shares held by the Shareholder.

IN WITNESS WHEREOF, I, the undersigned Incorporator of this Corporation, have executed these Articles of Incorporation at Palm Coast, Florida on ~~February 20th~~ *April*, 2001.

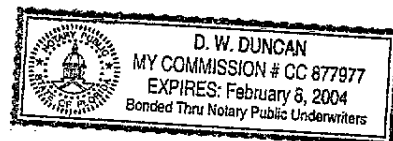
Margie Ann Ankrom
Margie Ann Ankrom

STATE OF FLORIDA:
COUNTY OF FLAGLER:

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared **MARGIE ANN ANKROM**, to me and known by me to be the person described as Incorporator or who furnished _____ as identification, 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 ~~20th~~ *April* day of ~~February~~, 2001.

[Signature]
Notary Public, State of Florida
My commission expires: _____



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

THAT MARGIE ANN ANKROM, P.A. DESIRING TO QUALIFY UNDER
THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF
BUSINESS AT P.O. BOX 351820, PALM COAST, FLORIDA 32135-1820, HAS
NAMED DONALD W. DUNCAN, P.A., LOCATED AT 25-B FLORIDA PARK DRIVE
NORTH, PALM COAST, STATE OF FLORIDA, AS ITS REGISTERED AGENT AND
OFFICER TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

Margie Ann Ankrom
Margie Ann Ankrom
Incorporator
DATE: April 20, 2001

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES.

DONALD W. DUNCAN, P.A.

By: Donald W. Duncan
Donald W. Duncan

Registered Agent

DATE: April 20, 2001

CERTIFICATE TO THE AMENDED AND RESTATED ARTICLES
FOR
ANKROM & ANKROM, P.A.

Pursuant to Chapter 607, Florida Statutes, the Articles of Incorporation of the above-named Corporation are amended as follows:

1. The Articles of Incorporation as filed on January 29, 2001, document number P01000010724, are hereby amended changing the name to "MARGIE ANN ANKROM, P.A. and restated in their entirety.

2. Pursuant to Chapter 607, Florida Statutes, the foregoing amendment was approved unanimously by the Board of Directors and the Shareholders entitled to vote approved the amendment.

IN WITNESS WHEREOF, we, the undersigned, have executed these Articles of Amendment on April 20, 2001.

Margie Ann Ankrom

Margie Ann Ankrom
President and Secretary
Sole Director
Sole Shareholder