

P0100002173

CORPORATE START UP "TO DO"

File Articles of Incorporation with:

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314
904-488-9000

7000003563447--9
-01/23/01--01005--010
*****78.75 *****78.75

Include a check payable for \$78.75 to "Secretary of State" *

Purchase Corporate Book (approx. \$60)

File Application for Federal Identification Number (Form SS-4)

Fax to: (678) 530-6156 and indicate a return fax number on the form.

File Form 2553 if electing to be a S-corporation

Internal Revenue Service
Atlanta, GA 39901

Apply for any county/city occupational licenses (643-8477)

Complete Application for Sale and Use Tax Registration (Form DR-1) (\$5 filing fee)

NAME

Theodora Wantz

ADDRESS

1380 25th St. SW
Naples, FL 34117

Theodora Wantz
ADVISOR
CORRECT *E.P.P. DATE*
DATE *02-01-01*
DOC. EXAM *73*

EFFECTIVE DATE
01-16-01

- \$8.75 is for the first eight- (8) pages. Each additional page is \$1.00, not to exceed a maximum of \$52.50.



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 24, 2001

THEODORA WANTZ
1380 25TH ST SW
NAPLES, FL 34117

SUBJECT: THEODORA WANTZ, P.A.
Ref. Number: W01000001822

We have received your document for THEODORA WANTZ, P.A. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6928.

Tim Burch
Document Specialist

Letter Number: 701A00003953

Dear Mr. Burch,
Per telephone confirmation, ^{1/29/01} please
change effective date to January
16, 2001.

Thank you,

Theodora Wantz

**ARTICLES OF INCORPORATION
OF
THEODORA WANTZ, P.A.**

FILED
01 JAN 23 PM 3:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned acting as incorporator of a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

ARTICLE I - NAME

The name of the corporation is Theodora Wantz, P.A. The mailing address of the corporation is 1380 25TH St. SW, Naples, Florida 34117.

ARTICLE II - PRINCIPAL OFFICE

The street address of the principal office of this corporation is 1380 25th St. SW, Naples, Florida 34117.

ARTICLE III - COMMENCEMENT AND DURATION

The corporation is to commence its corporate existence on January 16, 2001, and shall exist perpetually thereafter until dissolved according to law.

EFFECTIVE DATE
01-16-01

ARTICLE IV - PURPOSE

The corporation is organized for the purpose of transacting real estate sales services within the State of Florida pursuant to Chapter 621, Florida Statutes, as now exist or may hereafter be amended.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of common stock with a par value of \$1.00 per share.

ARTICLE VI - SPECIAL PROVISIONS

The corporation hereby makes the IRC 1244 election.

ARTICLE VII - PRE-EMPTIVE RIGHTS

Every shareholder, upon the issuance of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share at the price at which it is offered to others.

ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1380 25th St. SW, Naples, Florida 34117, and the name of the initial resident agent of the corporation at that address is Theodora Wantz. The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE IX - BOARD OF DIRECTORS

The name and street address of the initial Director who, subject to the provisions of the Articles of Incorporation, the By-Laws of this corporation, and the laws of the State of Florida, shall hold office until the first annual meeting of shareholders or his successors are elected and have qualified is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Theodora Wantz	1380 25th St. SW Naples, FL 34117

ARTICLE X - OFFICERS

The initial officer(s) of the corporation shall be as follows:

Theodora Wantz	President, Secretary, Treasurer
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ARTICLE XI - INDEMNIFICATION

The corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent now or hereafter permitted by law.

ARTICLE XII - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors.

ARTICLE XIII - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation, is as follows:

NAME

Theodora Wantz

ADDRESS

1380 25th St. SW
Naples, FL 34117

ARTICLE XIV - AMENDMENT OF ARTICLES OF CORPORATION

The Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, and approved at a stockholders meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

The undersigned, has executed these Articles of Incorporation, for the purpose of forming a corporation under the laws of the State of Florida, and does make and file these Articles and does certify that the facts contained herein are true.

BY:

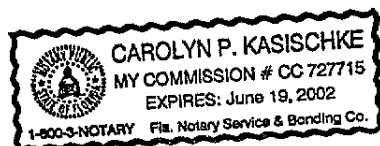
Theodora Wantz
Theodora Wantz, President

STATE OF FLORIDA

COUNTY OF COLLIER

Before me, the undersigned Notary Public in and for said State and County, appeared Theodora Wantz, the subscribing incorporator to the foregoing Articles of Incorporation, to me personally known (or who produced FL DRIVERS LIC B453-801-60875 as identification), who stated under oath that he is the person described in and who executed the foregoing Articles of Incorporation and acknowledged and declared that he did make, execute, subscribe, and acknowledge the foregoing Articles of Incorporation as its voluntary act and deed for the purpose of forming a corporate body, pursuant to and under the provisions of the laws of the State of Florida, and the foregoing Articles of Incorporation and that the facts set forth therein are true and correct.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this the 18 day of January, 2000 in the State and County aforesaid.



Carolyn P. Kasischke
NOTARY PUBLIC

My Commission Expires:
6-19-02

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

In pursuant of Chapter 48.091, Florida Statutes, the following is submitted, in compliance
with said Act:

First: That THEODORA WANTZ, P.A. desiring to organize under the laws of the State of
Florida with its principal office, as indicated in the Articles of Incorporation at City of Naples, State
of Florida, County of Collier, has named Theodora Wantz as its agent to accept service of process
within this State.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above-stated corporation, at place
designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the
provision of said Act relative to keeping open said office.

BY: Theodora Wantz
Theodora Wantz, Resident Agent

FILED
01 JAN 23 PM 3:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA