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April 27, 2001

FILED
01 MAY - 1 PM 12:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

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-05/01/01--01060--014
*****70.00 *****70.00

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*****70.00 *****70.00

Re: JOE W. AUSTIN, P.A.

Dear Sir or Madam:

Enclosed for filing with the Division of Corporations is the original Articles of Incorporation of the above-named corporation, together with the original Designation of Registered Agent and Registered Office and Acceptance. Also enclosed is our firm's check, payable to the Secretary of State, in the amount of \$70.00, in payment of the following fees:

Filing Fee	\$35.00
Registered Agent Fee	<u>\$35.00</u>
Total	\$70.00

Thank you for your assistance and attention to this matter.

Sincerely,

David L. Partlow

DLP:ac
Enclosures (3)

5-7-01
490

ARTICLES OF INCORPORATION

OF

JOE W. AUSTIN, P.A.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Subscriber hereby makes, subscribes, acknowledges and files with the Secretary of State of the State of Florida these Articles of Incorporation, for the purpose of forming a corporation for profit, in accordance with Chapters 621 and 607, Florida Statutes.

ARTICLE I
NAME OF CORPORATION

Name - The name of this corporation shall be JOE W. AUSTIN, P.A.

ARTICLE II
PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business as a real estate broker or salesperson.

ARTICLE III
CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 100 shares having a par value of \$0.01 per share. Said stock shall be

payable in cash, property, labor or services at a just valuation to be fixed by the Board of Directors at a meeting for that purpose.

ARTICLE IV DURATION

This corporation shall commence existence on the date of filing with the Secretary of State, and shall exist perpetually thereafter unless dissolved according to law.

ARTICLE V INITIAL REGISTERED OFFICE AND REGISTERED AGENT.

The address of the initial registered office of the corporation in the State of Florida is 4100 West Kennedy Boulevard, Suite 210, Tampa, Florida 33609-2244, and the initial Registered Agent is David L. Partlow.

The Board of Directors may, from time to time, move the location of the registered office to any other address in Florida, and may from time to time, change the registered agent of the corporation.

ARTICLE VI NUMBER OF DIRECTORS.

The number of Directors of this corporation shall not be less than one (1). The number of Directors may be increased or diminished from time to time by the by-laws adopted by the Shareholders, but shall never be less than one (1).

ARTICLE VII
NAMES AND ADDRESSES OF BOARD OF DIRECTORS.

The name and post office addresses and street addresses of the first Board of Directors who shall serve until the first annual meeting, or until their successors shall have been elected and qualified:

<u>NAME</u>	<u>P.O. ADDRESS</u>	<u>STREET ADDRESS</u>
Joe W. Austin	P.O. Box 2143 Brandon, Florida 33509-2143	1525 Long Pond Dr. Valrico, Florida, 33594

ARTICLE VIII
NAME AND ADDRESS OF INCORPORATOR.

The name and street address of the incorporator is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Joe W. Austin	1525 Long Pond Dr. Valrico, Florida, 33594

ARTICLE IX
SPECIAL PROVISIONS

The corporation may in its By-Laws confer powers upon its Directors in addition to the foregoing and in addition to the powers and authorities expressly conferred upon it by statutes.

Both Shareholders and Directors shall have the powers, if the By-Laws so provide, to hold their meetings within or without the State of Florida, and to keep the books of the corporation (subject to the provisions of the applicable statutes) outside of the State of Florida at such places as may from time to time be designated by the Board of Directors.

Action of Directors and Shareholders Without a Meeting:

(1) Action taken by Directors of this corporation or by members of any executive committee of the Directors of this corporation without a meeting shall nevertheless be Board or Committee action if written consent to the action in question is signed by all the Directors or members of the Committee, as the case may be; and if said written consent is filed with the minutes of the proceedings of the Board or Committee, whether done before or after the action so taken.


(2) Any action of the Shareholders of this corporation may be taken without a meeting if consent in writing, setting forth the action so taken, shall be signed by all of the persons who would be entitled to vote upon such action at a meeting and filed with the Secretary of the corporation as part of the corporate records. Such consent shall have the same force and effect as the unanimous vote of the Shareholders and may be stated as such in any Certificate or document.

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in any manner now or hereafter prescribed by statute, and all rights conferred upon Shareholders herein are granted subject to this reservation.

The Board of Directors or the Shareholders of this corporation may, by the adoption of appropriate By-Laws for this corporation, not in contravention with statutes of the State of Florida, under which this corporation is organized, authorize whatever reasonable transfer restrictions on the transfer of the capital stock of this corporation as they shall deem appropriate.

IN WITNESS HEREOF, I have hereunto set my hand and seal this 27th day of

April, 2001.



Joe W. Austin

DEPARTMENT OF STATE

DIVISION OF CORPORATIONS

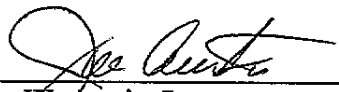
DESIGNATION OF REGISTERED AGENT AND REGISTERED OFFICE

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, this Designation is submitted:

1. JOE W. AUSTIN, P.A. is a Corporation desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 1525 Long Pond Drive, City of Valrico, County of Hillsborough, State of Florida;

2. JOE W. AUSTIN, P.A. hereby names David L. Partlow, an individual resident of this state, as its registered agent to accept service of process within the State of Florida; JOE W. AUSTIN, P.A. hereby designates as its registered office, the street address of said registered agent's place of business, which is 4100 West Kennedy Boulevard, Suite 210, City of Tampa, County of Hillsborough, State of Florida.

SUBMITTED this 27th day of April, 2001.



Joe W. Austin, Incorporator, on behalf of
JOE W. AUSTIN, P.A.

FILED
01 MAY -1 PM 12: 07
SECRETARY OF STATE
TALLAHASSEE FL 32399

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the designated place, I hereby agree to act in this capacity and accept this appointment, and agree to comply with the provisions of Sections 48.091 and 607.0501, Florida Statutes, relative to keeping open said office.

April 27, 2001
DATE



DAVID L. PARTLOW, Registered Agent