POLCOCO5353/

ACCOUNT NO.: 07210000032

REFERENCE: 165747 7273421

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE: May 29, 2001

ORDER TIME : 2:15 PM

ORDER NO. : 165747-001

CUSTOMER NO: 7273421

CUSTOMER: Mr. Robert E. Powell

Mr. Robert E. Powell

1516 Venus Avenue

Jupiter, FL 33469

DOMESTIC FILING

NAME:

POWELL REAL ESTATE

SERVICES, INC.

700004334987--0

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

CERTIFICATE OF LIMITED PARTNERSHIP

ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_____ CERTIFIED COPY

XX PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder - EXT. 1118

EXAMINER'S INITIALS:

2001 MAY 30 PM 3: 45



2001 MAY 30 PH 3: 45

ARTICLES OF INCORPORATION

OF

POWELL REAL ESTATE SERVICES, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

POWELL REAL ESTATE SERVICES, INC.

The address of the principal office of this corporation shall be 1516 Venus Avenue, Jupiter, Florida 33469, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,500 shares of common stock without par value.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The names and addresses of the initial members of the Board of Directors are:

Robert E. Powell

1516 Venus Avenue
Jupiter, Florida 33469

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

The Company Corporation 2711 Centerville Road Suite 400 Wilmington, Delaware 19808

The undersigned incorporator has executed these Articles of Incorporation on May 30, 2001 .

Its Agent, Laura R. Durlar

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: Laura R. Dunlap

TJW/DEBORAH SCHRODER

2001 HAY 30 PM 3: 45