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ACCOUNT NO. : 072100000032

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

REFERENCE : 205763 170487A

AUTHORIZATION :

*Patricia Pzyto*

COST LIMIT : \$ 78.75

ORDER DATE : June 29, 2001

ORDER TIME : 2:37 PM

ORDER NO. : 205763-005

CUSTOMER NO: 170487A

400004452444--1

CUSTOMER: Richard Roy Rossi, Esq  
Law Offices Of Richard Rossi,  
P.a.  
Pmb #225  
21218 St. Andrews Blvd.  
Boca Raton, FL 33433

DOMESTIC FILING

NAME: PENTRESS REAL ESTATE &  
DEVELOPMENT CORP.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
\_\_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP  
\_\_\_\_ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
\_\_\_\_ PLAIN STAMPED COPY  
\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds - EXT. 1133

EXAMINER'S INITIALS:

D. WHITE JUN 29 2001 4✓

RECEIVED  
01 JUN 29 PM 3:18  
DEPT. OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**FILED**

01 JUN 29 PM 4: 15

ARTICLES OF INCORPORATION  
OF

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

PENTRESS REAL ESTATE & DEVELOPMENT CORP.

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:

PENTRESS REAL ESTATE & DEVELOPMENT CORP.

The address of the principal office of this corporation shall be 2931 Southeast Ocean Boulevard, Suite 104, Stuart, Florida 34996, 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 1,000,000 shares of common stock having \$.0001 par value per share.

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. INCORPORATOR

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

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on June 29, 2001.

CORPORATION SERVICE COMPANY

By: Laura R. Dunlap  
Its Agent, Laura R. Dunlap

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ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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.

CORPORATION SERVICE COMPANY

By:

Laura R. Dunlap  
Its Agent, Laura R. Dunlap

CLD/jkg