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To: Division of Corporations
Fax Number : (850) 205-0381

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FLORIDA PROFIT CORPORATION OR P.A.

RICHARD J. MCMILLAN, P.A.

Certificate of Status	0
Certified Copy	
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SECRETARY OF STATE
PALM BEACH, FLORIDA

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EMPIRE CORPORATE KIT

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ARTICLES OF INCORPORATION
OF
RICHARD J. MCMILLAN, P.A.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE I - CORPORATION NAME

The name of this corporation is:

RICHARD J. MCMILLAN, P.A.

ARTICLE II - MAILING ADDRESS OF CORPORATION

48 SE 1st Ave
Delray Beach, FL 33444

ARTICLE III - NATURE OF CORPORATE BUSINESS

This Corporation, through its officers and employees, shall be authorized to engage as a Real Estate Agent, within the State of Florida; to engage in any and all of the activities normally associated with the practices of Real Estate Agents, through its officers and employees; and to invest and reinvest its funds in real estate, mortgages, stocks, bonds and any other type of investments within the meaning of the application section(s) of the Professional Services Corporation Act and to purchase and own real and personal property necessary for the rendering of professional services.

ARTICLE IV - CAPITOL STOCK

The aggregate number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is Five Hundred (500) shares of common stock having a par value of \$ 1.00 per share. The Board of Directors of this Corporation shall have the power to divide and issue the Common Stock into one or more series and to determine the limitation and relative rights of each such series, consistent with the Laws of the State of Florida.

ARTICLE V - COMMENCEMENT AND TERM OF EXISTENCE

This Corporation shall commence its corporate existence on the date these articles of Incorporation are filed with the Florida Secretary of State. This Corporation shall have perpetual existence.

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MICHAEL K. FISH, CPA, P.A.
7700 N. KENDALL DR. #501
MIAMI, FL 33156
PH# (305) 279-8484
P. 02/04

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ARTICLE VI - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this Corporation in the State of Florida and the Corporation's initial registered agent at that office shall be:

Richard J. McMillan
48 SE 1st Ave
Delray Beach, Fl 33444

ARTICLE VII - BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time as provided in the By-Laws, but shall never be less than (1).

ARTICLE VIII - INCORPORATOR

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

Richard J. McMillan
48 SE 1st Ave
Delray Beach, Fl 33444

ARTICLE IX - AMENDMENT

These Articles of Incorporation may be amended in the manner prescribed by law, except that upon the issuance of shares, every amendment must be approved by the Board of Directors of the Corporation before it is submitted to the shareholders of the Corporation for their approval.

ARTICLE X - INDEMNIFICATION

Except as may otherwise be provided in the By-Laws of this Corporation, this Corporation shall indemnify its incorporators, officers and directors to the fullest extent permitted by Law either now or hereafter in effect.

MICHAEL K. FISH, CPA, P.A.
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MIAMI, FL 33156
PH# (305) 779-8484
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ARTICLE XI - INCORPORATION OF PROVISIONS OF CORPORATION ACT

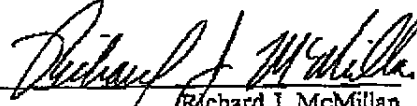
This corporation is intended to be a Professional Corporation within the meaning of the Professional Services Corporation Act, and accordingly, the Corporation, its officers, directors and stockholders, shall be subject to all of the Sections of said Act concerning the information of the corporation, the conduct of it's business, and the liabilities, rights, privileges and immunities of the Corporation, its officers, directors and stockholders, as stated in Chapter 621, Florida Statutes.


Richard J. McMillan
Incorporator and Registered Agent

ACCEPTANCE OF REGISTERED AGENT

Having been designated registered agent for Richard J. McMillan, P.A., a corporation to be organized under the Laws of the State of Florida, the undersigned hereby accepts such appointment and the obligations of that position and represents that the undersigned is familiar with the obligations of that position.

In witness whereof, the undersigned has executed this acceptance this 19 day of September, 2001.


Richard J. McMillan

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