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REPLY TO:

Port Charlotte

PO10000100409

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32314

OCT 16 PM 4:02
TALLAHASSEE FLORIDA

Re: Incorporation of ~~The Florida Brokerage Corporation~~

Dear Sir:

400004512874--7
-08/02/01--01055-013
*****78.75 *****78.75

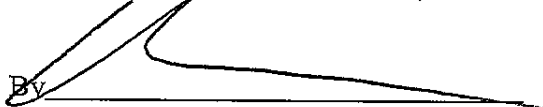
Enclosed please find the original and executed copy of the Articles of Incorporation of the above-referenced corporation, Designation of Registered Agent and Registered Office, and our firm's check in the sum of \$78.75 for filing fee and certified copy fee.

I would appreciate your returning to this office the Certificate of Incorporation, certified copy of Articles, and receipt as soon as possible.

If you have any questions, please feel free to call me.

Very truly yours,

WILKINS, FROHLICH, JONES,
HEVIA, RUSSELL & SUTTER, P.A.



Phillip J. Jones

PJJ/nsf
Enclosures

2544
W01-18180

10/16/01



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

2001 OCT 16 PM 4:02

SECRETARY OF STATE
TALLAHASSEE FLORIDA

August 7, 2001

PHILLIP J. JONES, ESQUIRE
18501 MURDOCK CIRCLE
6TH FLOOR
PORT CHARLOTTE, FL 33948-1039

SUBJECT: THE FLORIDA BROKERAGE CORPORATIONQ
Ref. Number: W01000018180

We have received your document for THE FLORIDA BROKERAGE CORPORATIONQ 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 name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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) 245-6973.

Claretha Golden
Document Specialist
New Filings Section

Letter Number: 701A00045285

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ARTICLES OF INCORPORATION

SECRETARY OF STATE
TALLAHASSEE FLORIDA

OF

THE S.W. FLORIDA BROKERAGE CORPORATION

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, does hereby sign and direct these articles to be delivered to the Department of State, State of Florida for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE 1. - NAME

The name of this corporation is ^{S.W.} THE FLORIDA BROKERAGE CORPORATION.

ARTICLE 2. - DURATION OF CORPORATE EXISTENCE

This corporation shall exist perpetually.

ARTICLE 3. - PURPOSES

The general purposes for which this corporation is organized include the transaction of any or all lawful business for which corporations may be incorporated under the provisions of Chapter 607, Florida Statutes, as the same now exists or as it may hereafter be changed.

ARTICLE 4. - CAPITAL STOCK

The aggregate number of shares of stock this corporation is authorized to have outstanding at any time is 10,000 shares of common stock having a par value of \$1.00 per share. There shall be no other type or class of stock.

ARTICLE 5. - ADDRESS AND REGISTERED AGENT

The street address of the initial registered office of this corporation shall be 26409 Airport Road, Punta Gorda, FL 33982. The name of the initial registered agent at such address is Albert J. Rosasco.

ARTICLE 6. - DIRECTORS

This corporation shall have one director initially. The number of directors may be increased or decreased from time to time by bylaws adopted by the shareholders, but shall never be less than one nor more than three.

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JONES, HEVIA,
RUSSELL & SUTTER
PROFESSIONAL ASSOCIATION
ATTORNEYS AT LAW
PORT CHARLOTTE, FLORIDA

ARTICLE 7. - INITIAL DIRECTOR

The name and post office address of the initial director is:

NAME

ADDRESS

ALBERT J. ROSASCO

26409 Airport Road
Punta Gorda, FL 33982

ARTICLE 8. - INCORPORATOR

The name and post office address of the incorporator of this corporation is:

NAME

ADDRESS

ALBERT J. ROSASCO

26409 Airport Road
Punta Gorda, FL 33982

ARTICLE 9. - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders 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 to these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned has hereunto subscribed his name and affixed his seal this 20th day of July, 2001.

Witnesses:

JANET DUREN
JANET DUREN

ALBERT J. ROSASCO
ALBERT J. ROSASCO

Nancy S. Fichter
Nancy S. Fichter

WILKINS, FROHLICH,
JONES, HEVIA,
RUSSELL & SUTTER
PROFESSIONAL ASSOCIATION
ATTORNEYS AT LAW
PORT CHARLOTTE, FLORIDA

STATE OF FLORIDA:

COUNTY OF CHARLOTTE:

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared ALBERT J. ROSASCO to me known W/A as identification, and who executed the foregoing Articles of Incorporation, and he acknowledged that he executed the same for the purposes therein stated and did not take an oath.

WITNESS my hand and official seal in the State and County aforesaid this 26th day of July, 2001.

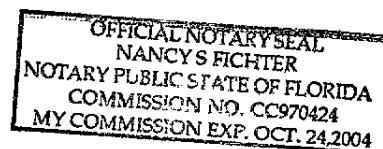
NOTARY PUBLIC:

Nancy S. Fichter
Sign

Nancy S. Fichter
Print Name

CC 970424
Commission No.

My commission expires: 10/24/04



(Seal)

2001 OCT 16 PM 4: 02

**CERTIFICATE DESIGNATING A REGISTERED AGENT AND
REGISTERED OFFICE FOR THE SERVICE OF PROCESS**

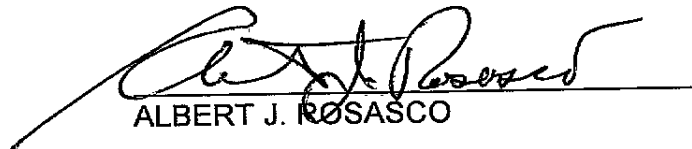
In compliance with Section 48.091, Florida Statutes, the following is submitted:

THE S. W. FLORIDA BROKERAGE CORPORATION, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at 26409 Airport Road, Punta Gorda, County of Charlotte, State of Florida, has designated ALBERT J. ROSASCO, whose street address is 26409 Airport Road, Punta Gorda, County of Charlotte, State of Florida, as its agent to accept service of process within this state.

THE S.W. FLORIDA BROKERAGE CORPORATION

ACCEPTANCE

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


ALBERT J. ROSASCO