

TO:

SUBJECT:

P01000101344

Certified Property Managers, Inc.
(Name of Corporation)

Dear Sir or Madam:

The enclosed Articles of Incorporation and check are submitted to register the above referenced for profit corporation to conduct it's affairs in Florida.

Please return all correspondence concerning this matter to the following:

Peggy Lawrence

(Name of Person)

Peggy Lawrence
971 Briarwood Dr.
West Palm Beach, Florida 33415

600004639156--5
-10/17/01--01019--016
*****78.75 *****78.75

For further information concerning this matter, please call

Peggy Lawrence

Peggy Lawrence

561-471-0605

(Area Code and Daytime Number)

COURIER ADDRESS:

Division of Corporations
409 E. Gaines St.
Tallahassee, Fl. 32399

MAILING ADDRESS:

Division of Corporations
P. O. Box 6327
Tallahassee, Fl. 32314

FILED
01 OCT 17 PM 3:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10-18-01
490

**ARTICLES OF INCORPORATION
OF**

Certified Property Managers, Inc.

ARTICLE ONE

The name of the corporation is Certified Property Managers, Inc.

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have authority to issue is 1,000,000 shares of common stock with no par value.

ARTICLE FIVE

The corporation will not commence business until it has received for the issuance of shares consideration of the value of \$100.00, consisting of cash.

ARTICLE SIX

The street address of its initial office is 971 Briarwood Dr., West Palm Beach Florida. 33415

ARTICLE SEVEN

The street address of its initial registered office is 971 Briarwood Dr., The registered office is West Palm Beach, Florida. 33415, and the name of its initial registered agent at such address is Peggy Lawrence.

ARTICLE EIGHT

The number of directors constituting the initial board of directors is 1, and the names and addresses of the person or persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

Peggy Lawrence
971 Briarwood Dr.
West Palm Beach, Florida. 33415

ARTICLE NINE

The initial officers of the corporation, and the names and addresses of the person or persons who are to serve as officers until the first meeting of the board of directors or until their successors are elected and qualified are:

President
Peggy Lawrence
971 Briarwood Dr.
West Palm Beach, Florida 33415

Secretary
Peggy Lawrence
971 Briarwood Dr.
West Palm Beach, Florida 33415

Treasurer
Peggy Lawrence
971 Briarwood Dr.
West Palm Beach, Florida 33415

ARTICLE TEN

The Board of Directors is not empowered to make, alter or repeal the Bylaws of the Corporation without consent of the shareholders. The initial bylaws of the corporation are attached hereto and incorporated into these Articles by reference.

ARTICLE ELEVEN

The powers of the incorporators cease upon filing of the Articles of Incorporation.

FILED
01 OCT 17 PM 3:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

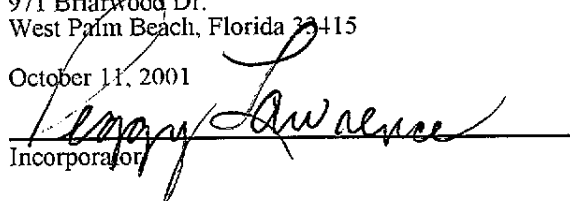
ARTICLE TWELVE

Each stock certificate must carry a visible statement on the face of the security noting certain transfer restrictions exist including but not limited to the following: Transfer of the Corporation's securities is subject to certain rights and options granted to Certified Property Managers, Inc.; Any transfer without an estoppel letter from Certified Property Managers, Inc. may be void.

The name and address of each incorporator is:

Peggy Lawrence
971 Briarwood Dr.
West Palm Beach, Florida 33415

October 11, 2001



Incorporator

CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provision of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the company is Certified Property Managers, Inc.

2. The name and address of the registered agent and office is:

Peggy Lawrence
971 Briarwood Dr.
West Palm Beach, Florida 33415

Signature:

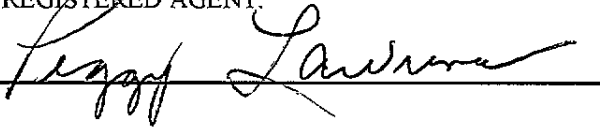


Title:

Date: October 11, 2001

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature:



Date: October 11, 2001

FILED
01 OCT 17 PM 3:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA