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GLENN T. SHELBY, P.A.
Attorney at Law
Certified Circuit Court Mediator

2323 South Florida Avenue • Lakeland, Florida 33803 • 863-688-5838

FILED

October 30, 2001

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Secretary of State
Division of Corporations
P. O. Box 6327
409 East Gaines Street
Tallahassee, FL 32399

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****70.00 ****70.00

RE: Ron Denney, P.A.

Dear Secretary:

Enclosed please find the original Articles of Incorporation for Ron Denney, P.A. Our check in the amount of \$70.00 is also enclosed to cover the filing fee.

Thank you very much.

Sincerely,

Glenn T. Shelby
GLENN T. SHELBY

GTS:gs
Enclosures

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ARTICLES OF INCORPORATION

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OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RON DENNEY, P.A.

The undersigned incorporator, who is licensed or otherwise legally authorized to sell real estate in the State of Florida, intends to form a professional corporation in accordance with the Florida Professional Service Corporation and Limited Liability Company Act, and adopts the following articles of incorporation for the corporation.

ARTICLE ONE
NAME

The name of the corporation is Ron Denney, P.A.

ARTICLE TWO
PRINCIPAL OFFICE AND INITIAL REGISTERED AGENT

The street address of the initial registered office of the corporation is 2155 Grove Glen Lane North, Lakeland, FL 33813, and the name of the initial registered agent at such address is Ron Denney, President. The business address is the same as the initial registered office address.

ARTICLE THREE
DURATION

The duration of the corporation is perpetual from the date of incorporation.

ARTICLE FOUR
PURPOSE

The general purposes for which the corporation organized are:

1. To engage in the activities of a licensed real estate professional.
2. To transact any other lawful business for which

corporations may be incorporated under the Florida General Corporation Act or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.

3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE FIVE CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is 1000. Such shares shall be of a single class, and shall be without par value.

ARTICLE SIX CORPORATE POWERS

The corporation shall have all the rights and powers now or subsequently conferred on professional corporations by the laws of the State of Florida.

ARTICLE SEVEN INCORPORATOR

The incorporator of this corporation is: Ron Denney
2155 Grove Glen Lane North, Lakeland, FL 33813

ARTICLE EIGHT DIRECTORS

The number of directors constituting the initial board of directors of the corporation is one, although the corporation is authorized to have five directors. The names and addresses of the persons who are to serve as members of the board of directors are:

Ron Denney 2155 Grove Glen Lane North, Lakeland, FL 33813

The initial director shall hold office until his successors are elected and qualified as provided in the bylaws. Then the term of office of each director shall be one year and until the election and qualification of a successor. The number of directors set forth in these articles of incorporation and constituting the initial board of directors shall be the authorized number of directors until that number is changed by a bylaw duly adopted by the shareholders.

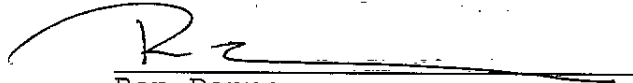
ARTICLE NINE BYLAWS

The initial director shall submit the proposed bylaws to the shareholder at a meeting to be held for that purpose not more than thirty days following the issuance of the Certificate of Incorporation. Following the adoption of bylaws by a majority, the internal affairs of the corporation are to be regulated and managed in accordance with the bylaws.

ARTICLE TEN DISSOLUTION

The corporation may be dissolved at any time (1) by an unanimous written consent of the shareholders; or (2) on the affirmative vote of the holders of at least two-thirds of the outstanding shares of the corporation entitled to vote. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rate, each shareholder to participate in the distribution in direct proportion to the number of shares held by the shareholder.

In witness whereof, for the purpose of forming this corporation under the laws of the State of Florida, I, have executed these Articles of Incorporation this 30 day of October, 2001.



Ron Denney

STATE OF FLORIDA
COUNTY OF POLK

I hereby certify that on this day before me the undersigned authority, personally appeared Ron Denney, who produced a driver's license for identification and who did not take an oath, and who executed the foregoing instrument and acknowledged before me that he executed the same.

Witness my hand and seal in the above mentioned county and state this 30 day of October, 2001.



NOTARY PUBLIC
MY COMMISSION EXPIRES:



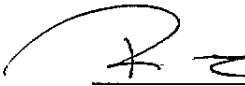
Gloria Schreffler
Commission # DD 044341
Expires Sep. 7, 2005
Bonded Thru
Atlantic Bonding Co., Inc

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA
NAMING REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 607.325 of the Florida General Corporation Act, the following is submitted:

Ron Denney, P.A., with its place of business at 2155 Grove Glen Lane North, Lakeland, FL 33813 has named Ron Denney located at 2155 Grove Glen Lane North, Lakeland, FL 33813 as its agent to accept service of process within the State of Florida.

Dated this 30 day of October, 2001.



Ron Denney, PRESIDENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325 of the Florida General Corporation Act.

Dated this 30 day of October, 2001.



RON DENNEY, REGISTERED AGENT

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