

**CORPORATE  
ACCESS,  
INC.**

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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Profit

1.) Windermere Real Estate Holdings, Inc.  
(CORPORATE NAME & DOCUMENT #)

2.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

3.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

4.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

5.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

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**ARTICLES OF INCORPORATION  
OF  
WINDERMERE REAL ESTATE HOLDINGS, INC.**

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned, acting as the incorporator of Windermere Real Estate Holdings, Inc., a Florida corporation (the "Corporation"), pursuant to Chapter 607 of the Florida Statutes, hereby forms this corporation for profit under the laws of the State of Florida and adopts the following Articles of Incorporation:

**ARTICLE I – NAME**

The name of the corporation shall be Windermere Real Estate Holdings, Inc. the Mailing address of the Corporation shall be 4401 Vineland Road, Suite A16, Orlando, FL 32811.

**ARTICLE II – CORPORATE EXISTANCE**

The Corporation will exist commencing on the date of filing these Articles of Incorporation with the Florida Department of State.

**ARTICLE III – DURATION**

The Corporation shall exist perpetually.

**ARTICLE IV – PURPOSE**

The Corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

**ARTICLE V – CAPITAL STOCK**

The maximum number of shares of capital stock that the Corporation is authorized to issue and have outstanding at any one time is One Thousand (\$1000) shares of common stock having a par value of One Cent (\$.01) per share.

ARTICLE VI – INITIAL REGISTERED AGENT AND OFFICE

The initial registered agent shall be:

Thomas E. McIntyre

and the street address of the registered office shall be:

4401 Vineland Road, Suite A16

Orlando, FL 32811

ARTICLE VII -- INITIAL BOARD OF DIRECTORS

The Corporation shall have two (2) initial directors. The number of directors may be either increased or diminished from time to time in accordance with the Bylaws, but shall never be less than one (1).

The names and address of the directors of the Corporation are as follows:

Thomas E. McIntyre

4401 Vineland Road, Suite A16

Orlando, FL 32811

Kelly Rivera

6319 Piney Glen Lane

Orlando, FL 32819

ARTICLE VIII – INCORPORATOR

The name and address of the person signing these Articles is:

Thomas E. McIntyre

4401 Vineland Road, Suite A16

Orlando, FL 32811

ARTICLE IX – BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE X – AMENDMENTS

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder is subject to this reservation.


IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 26<sup>th</sup> day of April, 2002.

A handwritten signature in black ink, appearing to read 'T. McIntyre', is written over a horizontal line.

Thomas E. McIntyre  
Incorporator

CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT  
FOR  
WINDERMERE REAL ESTATE HOLDINGS, INC.

I, Thomas E. McIntyre, having been named as registered agent for the above named Corporation, at the place designated in the foregoing Articles of Incorporation, hereby accept such designation and agree to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of Section 607.0505 of the Florida Statutes.



Thomas E. McIntyre

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