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David H. Galloway, P.A.

Attorney at Law

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02 JUN 28 PM 4:38

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 26, 2002

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32301

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-06/28/02--01014--021
***122.50 ***78.75

Re: Rhonda Bryson, P. A.

Gentlemen:

Please find enclosed original and one copy of Articles of Incorporation of Rhonda Bryson, P. A., which we would appreciate your filing in your records.

Also enclosed is my check for \$122.50 to cover the following costs:

| | |
|------------------------------|----------|
| Filing fee | \$ 35.00 |
| Registered Agent Designation | \$ 35.00 |
| Certified copy | \$ 52.50 |
| Total | \$122.50 |

Please return a certified copy of the Articles of Incorporation to the undersigned.

Very truly yours,

DAVID H. GALLOWAY, P.A.

By David H. Galloway
David H. Galloway

Enclosures

dhg\corp\Bryson, Rhonda, P. A. -ltr to file

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

RHONDA BRYSON, P. A.

The undersigned Incorporator to these Articles of Incorporation, RHONDA WETHERINGTON BRYSON, a natural person, duly licensed as a realtor-salesman in the State of Florida, acting hereby is hereby incorporating for the purpose of forming a professional service corporation for profit under the provisions of *Florida Statute Chapter 607, Florida General Act, and Chapter 621, Florida Professional Corporation Act*, and does hereby adopt the following Articles of Incorporation.

ARTICLE I. NAME

The name of this Professional Service Corporation is RHONDA BRYSON, P. A.

ARTICLE II. NATURE OF BUSINESS

The general nature of the business to be transacted by this professional service corporation shall be:

- (a) To engage in every phase and aspect of real estate sales and all legal and permissible related business areas;
- (b) To invest any funds of the corporation in real estate, mortgages, stocks, bonds or any other type of investment and to own real and personal property necessary for the rendering of professional services;

(c) To do everything necessary and proper in accomplishing the purposes set forth herein and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.

(d) To engage in any activity or business permitted under the laws of the United States and of the State of Florida;

The foregoing paragraphs shall be construed as enumerating objects and purposes of the professional service corporation; it is expressly provided hereby that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of the professional service corporation or otherwise permitted by law.

ARTICLE III. CAPITAL STOCK

(a) The authorized capital stock of this professional services corporation shall be One Hundred (100) shares of common stock having a par value of Ten Dollars (\$10.00) per share.

(b) The consideration to be paid for the shares shall be payable in lawful money, property, labor or service.

(c) Shares of the corporation's stock and the Certificate shall be issued only to licensed Realtors or brokers in the State of Florida.

ARTICLE IV. TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE V. REGISTERED AGENT AND ADDRESS

The address of the Corporation's initial office is 1046 W. Busch Boulevard, Suite 300, Tampa, Florida 33612, and the name of its initial registered agent at said address is Rhonda Wetherington Bryson.

ARTICLE VI. INCORPORATOR

The name and address of the incorporator of these Articles is Rhonda Wetherington Bryson, 1902 Carriage Court, Plant City, Florida 33566.

ARTICLE VII. BOARD OF DIRECTORS

This Corporation shall have a Board of Directors consisting of one person. The number of directors may be increased from time to time by Resolution by a majority of the stockholders but shall never be less than one (1); the name and address of the initial director of the corporation is

RHONDA WETHERINGTON BRYSON
1902 Carriage Court
Plant City, Florida 33566.

ARTICLE VIII. INFORMAL SHAREHOLDER ACTION

Any action of the shareholders shall be taken without a meeting and consent in writing setting forth the action taken shall be signed by all the shareholders entitled to vote on such action at a meeting and filed with the Secretary of the Corporation as part of the corporate records.

ARTICLE IX. SEVERANCE, TERMINATION OF EMPLOYMENT

If any Officer, Director, Stockholder, Agent or Employee of this Corporation becomes legally disqualified to render professional services for which this corporation was organized, or accepts employment that places restrictions or limitations on his continuing rendering such professional services, he shall forthwith sever all employment with said Corporation and shall not thereafter participate or share directly or indirectly in any earnings or profits realized by the Corporation on account of professional services. The Corporation shall forthwith, upon such disqualification of any shareholder, purchase such shareholder's share and pay him all amounts owing and lawfully due him by the Corporation, except that such share shall not be entitled to dividends.

ARTICLE X. INFORMAL DIRECTOR ACTION

If all Directors, severally or collectively, consent in writing to any action taken or to be taken by the Corporation and the writings evidencing their consent and filed with the Secretary of the Corporation, the action shall be a valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE XI. INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XII. AMENDMENT

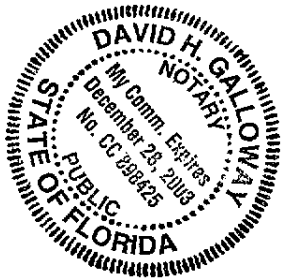
These Articles of Incorporation may be amended from time to time in the manner provided by law.

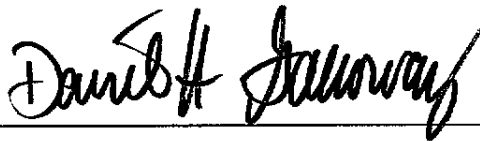
IN WITNESS WHEREOF, the undersigned subscriber executed these Articles of Incorporation this 26 day of June, 2002.


RHONDA WETHERINGTON BRYSON

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged under oath before me this 26 day of June, 2002, by RHONDA WETHERINGTON BRYSON, the person named in the foregoing Articles of Incorporation as Incorporator, who declared her identity and who has produced her Florida Driver's License as personal identification.





Name:
Notary Public, State of Florida
My commission expires:

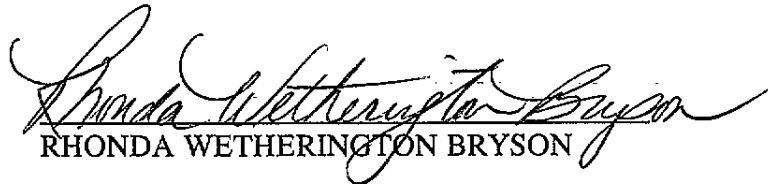
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACKNOWLEDGMENT:

Having been named as registered agent of the foregoing RHONDA BRYSON, P. A., I hereby accept and agree to act in this capacity and agree to comply with the laws of the State of Florida in all respects.


RHONDA WETHERINGTON BRYSON

DHG\CORP\BRYSON, RHONDA, P. A-ARTICLES