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FRAZIER, HOTTE & ASSOCIATES, P.A.

ATTORNEYS AT LAW

ROBERT W. FRAZIER, Jr., Esq.
JOHN F. HOTTE, Esq.

Of Counsel:
Me DANIEL HOTTE*, LLL
*admitted to practice
only in the Province
of Quebec, Canada

August 12, 2001

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

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RE: BRYAN REAL ESTATE HOLDINGS, INC.


Dear Sir or Madam:

Please find enclosed an original and one copy of the Articles of Incorporation for the above-captioned entity, along with this Firm's enclosed a check in the amount of \$87.50, representing the filing fee and cost for a Certified Copy of the Articles of Incorporation.

A stamped, self-addressed envelope is provided herein for your convenience in returning the Certified Copy.

Thank you for your courtesy and cooperation in this matter.

Very truly yours,
FRAZIER, HOTTE & ASSOCIATES, P.A.



JOHN F. HOTTE, ESQUIRE

JFH:amd

Enclosures

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ARTICLES OF INCORPORATION
OF
BRYAN REAL ESTATE, INC.

The undersigned incorporator hereby forms a corporation, under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be: BRYAN REAL ESTATE, INC.

The address of the principal office of this corporation shall be 6550 No. Federal Highway, Suite 340, Fort Lauderdale, Florida 33308, and the mailing address shall be the same.

ARTICLE II. NATURE OF BUSINESS

The purpose of this Corporation is to engage or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a \$1.00 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the Corporation shall be 2400 East Commercial Boulevard, Suite 826, Fort Lauderdale, Florida 33308, and the name of the initial Registered Agent of this Corporation at this address is John F. Hotte, Esquire.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed, under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two (2) director(s), initially. The name and street address of the initial members of the Board of Directors are:

James W. Bryan
6550 No. Federal Highway, Suite 340
Fort Lauderdale, Florida 33308

James W. Bryan, Jr.
6550 No. Federal Highway, Suite 340
Fort Lauderdale, Florida 33308

ARTICLE VII. OFFICERS

The name and address of the initial officers of the corporation who shall hold office for the first year of the corporation, or until his successors are appointed or elected is:

President/Treasurer: James W. Bryan
6550 No. Federal Highway, Suite 340
Fort Lauderdale, Florida 33308


Vice President/Secretary: James W. Bryan, Jr.
6550 No. Federal Highway, Suite 340
Fort Lauderdale, Florida 33308

ARTICLE VIII. INCORPORATOR

The name and street address of the Incorporator to these Articles of Incorporation is:

John F. Hotte, Esquire
2400 East Commercial Boulevard, Suite 826
Fort Lauderdale, Florida 33308



IN WITNESS WHEREOF, the undersigned has hereunto set his hand on this 12 day of August, 2002.


JOHN F. HOTTE, ESQUIRE
Incorporator

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared JOHN F. HOTTE, ESQ., to me known to be the person described in and who executed the foregoing Articles of Incorporation, who, after being duly sworn under oath, acknowledged before me that he executed the same for the purpose therein expressed, and that he is personally known to me and has taken an oath.

WITNESS my hand and official seal in the State and County aforesaid, this 12th day of August, 2002.


Notary Public (signature)
Anne Marie DeGlen
My Commission DD039413
 Expires December 08 2003
Notary Public (printed)

My Commission Expires:

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

I, JOHN F. HOTTE, ESQ., having a place of business at 2400 East Commercial Boulevard, Suite 826, Fort Lauderdale, Florida 33308, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, am familiar with and accept the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.


JOHN F. HOTTE, ESQ.
Registered Agent

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