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THE LAW OFFICES OF
Paul M. Guntharp, Jr., P.A.

September 25, 2002

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

700008068547--5
-09/27/02--01016--002
*****70.00 *****70.00

Re: Dale A. Spain, P. A.

Dear Sir/Madam:

Enclosed please find original Articles of Incorporation concerning Dale A. Spain, P. A., together with our firm's check in the amount of \$70.00 representing your filing fee. If all is in order, kindly file the Articles and return to us the certificate of filing, indicating the charter number.

If you have any questions, please do not hesitate to call.

Sincerely,



Robin Mancuso
Secretary

FILED
2002 SEP 27 PM 2:27
SECRETARY OF STATE
TALLAHASSEE FLORIDA

/rm
Enclosures

10/1/02

ARTICLES OF INCORPORATION

of

DALE A. SPAIN, P.A.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned subscribers of these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is:

DALE A. SPAIN, P.A.

ARTICLE II. NATURE OF BUSINESS

The purposes for which this corporation is initially organized are to render professional real estate services through a person licensed in the State of Florida to sell real estate, and those additional investment activities permitted professional service corporations under Section 621.08, Florida Statutes.

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 with a no par value. The consideration to be paid for each share shall be fixed by the Board of Directors. There shall be no other class of stock. The incorporators may, by contract, restrict the alienability of this stock. An endorsement shall be made upon each certificate of stock indicating the existence of such contract.

ARTICLE IV. STOCKHOLDERS, OFFICERS AND EMPLOYEES

No person shall acquire stock in this corporation unless such person shall be a licensed real estate sales person licensed by the State of Florida; but this provision shall not prevent the personal representative of a deceased stockholder or the guardian of an incompetent stockholder from taking possession of such stock in accordance with the

requirements of law until such stock can be sold or otherwise disposed of to a real estate sales person licensed by the State of Florida.

If any stockholder, officer, agent or employee of the Corporation who has been rendering professional services to the public, becomes legally disqualified to render such services within the State of Florida or accepts employment which pursuant to existing law, places restrictions or limitations upon his or her continued rendering of such professional services, he or she shall sever all employment with, and financial interest in, this corporation forthwith.

ARTICLE V. INITIAL CAPITAL

The amount of capital with which this corporation will begin business is ONE HUNDRED DOLLARS.

ARTICLE VI. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII. ADDRESS

The street address of the initial principal office of this corporation in the State of Florida is 4 Essex Place, Palm Coast, Florida, 32164. The mailing address of the initial principal office of this corporation is 4 Essex Place, Palm Coast, Florida, 32164. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VIII. DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time, by By-Laws adopted by the stockholders.

ARTICLE IX. INITIAL DIRECTORS

The names and post office addresses of the members of the first Board of Directors are:

Name

Address

Dale A. Spain

4 Essex Place
Palm Coast, FL 32164

ARTICLE X. INCORPORATORS

The name and post office address of each incorporator of these Articles of Incorporation is:

Name

Address

Dale A. Spain


4 Essex Place
Palm Coast, FL 32164

ARTICLE XI. AMENDMENT

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

ARTICLE XII. REGISTERED AGENT AND OFFICE

The registered agent and office for this corporation shall be Dale A. Spain, 4 Essex Place, Palm Coast, Florida, 32164, to accept service of process within this State as to this corporation. The Registered Agent and office of the Corporation may be changed by the Corporation at any time in accordance with the provisions of Florida law.



Dale A. Spain, Incorporator

STATE OF FLORIDA
COUNTY OF FLAGLER

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Dale A. Spain, to me personally known to be the person described as incorporator in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he

subscribed to those Articles of Incorporation. Declarant produced a driver's license as identification and did not take an oath.

WITNESS my hand and official seal in the County and State named above this 25th day of September, 2002.



Robin A. Mancuso


Notary Public

My commission expires:

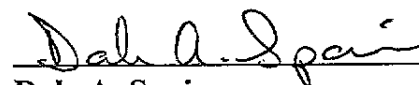
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST: THAT DALE A. SPAIN, P.A., DESIRING TO ORGANIZE OR
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS
PRINCIPAL PLACE OF BUSINESS AT 4 ESSEX PLACE, PALM COAST, FLORIDA,
32164, HAS NAMED DALE A. SPAIN, 4 ESSEX PLACE, PALM COAST, FLORIDA,
32164, AS ITS REGISTERED AGENT AND OFFICER TO ACCEPT SERVICE OF
PROCESS WITHIN FLORIDA.


Dale A. Spain, Incorporator
DATE: September 25, 2002

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.


Dale A. Spain
REGISTERED AGENT
DATE: September 25, 2002

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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