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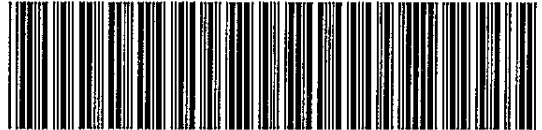
(Business Entity Name)

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

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February 18, 2003

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

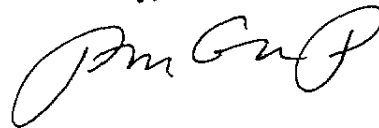
Re: **Brown & Harding, P.A.**

Dear Sir/Madam:

Enclosed please find original Articles of Incorporation for **Brown & Harding, 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,



Paul M. Guntharp, Jr.

/rm  
Enclosures

## **ARTICLES OF INCORPORATION**

of

**BROWN & HARDING, P.A.**

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:

**BROWN & HARDING, 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

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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 73 Robinson Dr., Palm Coast, Florida 32164. The mailing address of the initial principal office of this corporation is P. O. Box 350431, Palm Coast, Florida, 32135. 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 two (2) directors 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

Gina B. Harding

73 Robinson Dr.  
Palm Coast, Florida 32164

Paul A. Brown

15 Essington Dr.  
Palm Coast, Florida 32164

**ARTICLE X. INCORPORATORS**

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

Name

Address

Paul A. Brown

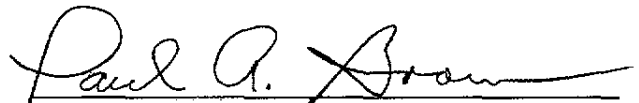
15 Essington Dr.  
Palm Coast, Florida 32164

**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 Paul A. Brown, 15 Essington Dr., 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.



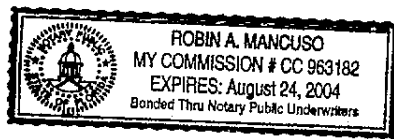
Paul A. Brown, Incorporator

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 Paul

A. Brown, 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 18th day of February, 2003.




Robin A. Mancuso  
Notary Public

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

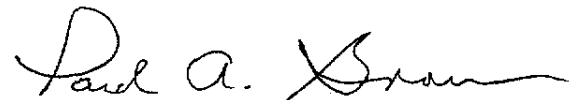
IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE  
FOLLOWING IS SUBMITTED:

FIRST: THAT BROWN & HARDING, P.A., DESIRING TO ORGANIZE OR  
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS  
PRINCIPAL PLACE OF BUSINESS AT 73 ROBINSON DRIVE, PALM COAST,  
FLORIDA 32164, HAS NAMED PAUL A. BROWN, 15 ESSINGTON DR., PALM  
COAST, FLORIDA 32164, AS ITS REGISTERED AGENT AND OFFICER TO  
ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

  
PAUL A. BROWN  
DATE: FEBRUARY 18, 2003

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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.

  
PAUL A. BROWN  
REGISTERED AGENT  
DATE: FEBRUARY 18, 2003