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(Requestor's Name)

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(City/State/Zip/Phone #)

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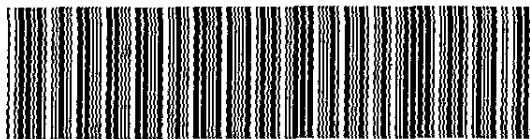
(Business Entity Name)

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STATE
TALLAHASSEE, FLORIDA

CB G-23-3
W03-17861

McCabe & Samiljan
Attorneys At Law

Timothy P. McCabe
Steven T. Samiljan

2135 S. Congress Avenue, #3C, West Palm Beach, Florida 33406, Phone: 561-969-3344 Fax 969-9698

VIA FEDERAL EXPRESS

June 18, 2003

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

RE: ARTICLES OF INCORPORATION
FLORIDA REAL ESTATE INVESTMENT COMPANY, INC.
Our File No.:

Dear sir or madam:

Enclosed is an original and one copy of the Articles of Incorporation in the above referenced matter, along with our check in the amount of \$78.75 payable to Division of Corporations for the filing fee.

Please return a copy of the filed articles at your earliest opportunity.

Sincerely,

McCabe & Samiljan



Timothy P. McCabe

TPM/js
Enclosures

**ARTICLES OF INCORPORATION
OF
FLORIDA REAL ESTATE INVESTMENT AND COMPANY, INC.**

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03 JUN 19 AM 1: 6

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I - NAME

The name of this corporation is **FLORIDA REAL ESTATE INVESTMENT AND COMPANY, INC.**

ARTICLE II - COMMENCEMENT AND DURATION

This corporation is to commence its corporate existence on the date of filing of these Articles of Incorporation and shall exist perpetually thereafter until dissolved according to law.

ARTICLE III - PURPOSE

This corporation is organized for the purposes of conducting any and all lawful business pursuits.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of stock at One Dollar (\$1.00) par value.

ARTICLE V - AMENDMENTS

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto and any right conferred upon the shareholders is subject to this reservation.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The corporation shall have not less than ONE (1) Director, and not more than (3) THREE Directors in accordance with By-Laws. The names and addresses of the directors of this Corporation are:

Brian Alan Vogt
2162 Man Of War
West Palm Beach, FL 33411

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 2162 Man Of War, West Palm Beach, FL 33411.

ARTICLE VIII - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address is 2162 Man Of War, West Palm Beach, FL 33411.

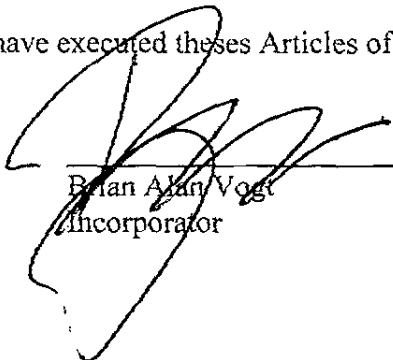
ARTICLE IX - INCORPORATOR

The name of the person(s) signing these Articles of Incorporation is: **BRIAN ALAN VOGT.**

ARTICLE X - INDEMNIFICATION

The Corporation shall indemnify any person as recited in Florida Statute 607.014 to the full extent permitted by law.


IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation this 18 day of June, 2003.

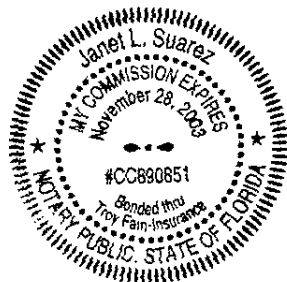


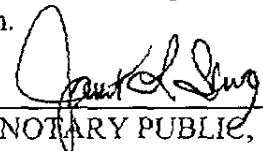
Brian Alan Vogt
Incorporator

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 18 day of June, 2003, by BRIAN ALAN VOGT, Incorporator, on behalf of the corporation, and is personally known to me or who has produced  as identification.





NOTARY PUBLIC, State of Florida

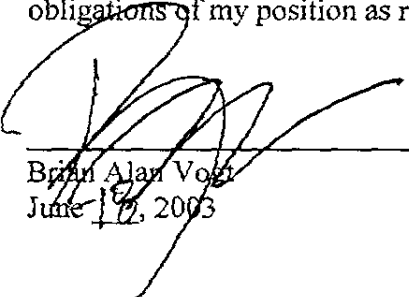
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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03 JUN 19 AM 4:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

UNDER THE PROVISIONS OF F.S. 607.0501, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA.

FLORIDA REAL ESTATE INVESTMENT AND COMPANY, INC. desiring to organize under the laws of the State of Florida, has named **Brian Alan Vogt of 2162 Man Of War, West Palm Beach, FL 33411** as it's agent to accept service of process within the State of Florida.


Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, I accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Brian Alan Vogt
June 18, 2003

**STATE OF FLORIDA
COUNTY OF PALM BEACH**

The foregoing instrument was acknowledged before me this 18 day of June, 2003, by **BRIAN ALAN VOGT**, and is personally known to me or who has produced AD Weiss as identification.



NOTARY PUBLIC, State of Florida

(Seal)

