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JAN-13-04 12:28AM FROM Gary Dytrych & Ryan, P.A. 18442388 T-000 P.000/000 F-295  
Division of Corporations Page 1 of 1

Florida Department of State  
Division of Corporations  
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FLORIDA PROFIT CORPORATION OR P.A.

Rhonda L. Conlan, P.A.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF

RHONDA L. CONLAN, P.A.

The undersigned natural person, acting hereby as Incorporator for the purpose of forming a Professional Service Corporation for profit under the provisions of Section 607, Florida General Corporation Act, and Section 621, Florida Professional Service Corporation Act, of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

ARTICLE I  
NAME OF CORPORATION

The name of this corporation shall be RHONDA L. CONLAN, P.A.

ARTICLE II  
PURPOSES

The general nature and purposes of business to be transacted, promoted and carried on by the corporation are as follows:

a. To engage in the business of providing the professional service of a sales associate.

c. To invest its funds in real estate, mortgages, stocks, bonds and any other type of investments permitted by law and to own real or personal property necessary for the rendering of its professional services.

d. To engage in no other professional service other than the professional service of being a sales associate.

e. To do everything necessary and proper in accomplishing the purposes herein set forth and to do any thing incidental thereto which is not forbidden under the laws of the State of Florida.

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ARTICLE III  
CAPITAL STOCK

a. The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be 100 shares of common stock at \$1.00 per share par value.

b. The consideration to be paid for each share shall be payable in lawful money or property, labor or services, and such consideration to be paid for each share is to be fixed by the Board of Directors.

c. Shares of the corporation stock and certificates shall be issued only to RHONDA L. CONLAN.

ARTICLE IV  
RESTRICTION ON TRANSFERRING SHARES

No stockholder of this corporation may sell or transfer his or her shares in the corporation.

ARTICLE V  
DURATION

The corporation shall have perpetual existence.

ARTICLE VI  
REGISTERED AGENT  
AND PRINCIPAL OFFICE

The address of this corporation's principal office and initial registered office is: 125 Euphrates Circle, Palm Beach Gardens, FL 33410, and the name of its initial registered agent at said address is RHONDA L. CONLAN.

ARTICLE VII  
INCORPORATOR

The name and address of the Incorporator is as follows:  
RHONDA L. CONLAN, 125 Euphrates Circle, Palm Beach Gardens, FL 33410.

ARTICLE VIII  
BOARD OF DIRECTORS AND OFFICERS

The corporation shall have a Board of Directors consisting of one person. The name and address of the initial Director of this Corporation is: RHONDA L. CONLAN. The name and address of the initial officers of this Corporation are: RHONDA L. CONLAN, as President, Secretary and Treasurer.

ARTICLE IX  
INFORMAL STOCKHOLDER ACTION

Any action of the Stockholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Stockholders entitled to vote upon such action at a meeting and filed with the Secretary of the corporation as part of the corporate records.

ARTICLE X  
INFORMAL DIRECTOR ACTION

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as 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  
BYLAW AMENDMENT

The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the Board of Directors and Stockholders provided that such amendment be in compliance with the laws of Florida governing a Professional Service Corporation.

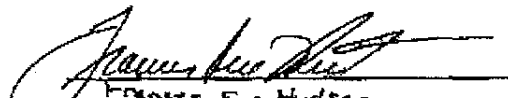
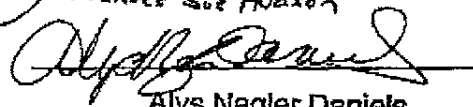
ARTICLE XIII  
INITIAL CAPITAL AMOUNT

The amount of capital with which this corporation shall begin business is not less than \$100.00.

IN WITNESS WHEREOF, the undersigned, being the original subscriber to the capital stock herein, has made and subscribed these Articles of Incorporation this 7<sup>th</sup> day of January, 2004, and the undersigned registered agent hereby states that she is

familiar with and accepts the duties and responsibilities as registered agent for this corporation.

Signed, sealed and delivered  
in the presence of:

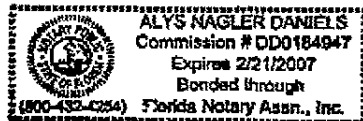
  
Frances Sue Hudson  
  
Alys Nagler Daniels

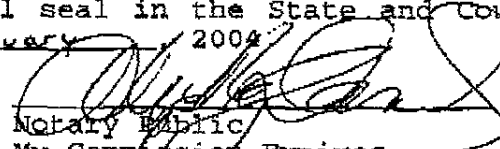
  
RHONDA L. CONLAN,  
Incorporator

STATE OF Florida  
COUNTY OF Palm Beach

BEFORE ME, the undersigned officer duly authorized to take acknowledgments, this day, personally appeared RHONDA L. CONLAN, to me personally known or who provided as identification and who executed the foregoing, and she acknowledged before me that she executed the same for the purposes herein expressed.

WITNESS my hand and official seal in the State and County aforesaid this 7th day of January, 2004.



  
Notary Public  
My Commission Expires:  
Commission No.

#### ACCEPTANCE OF REGISTERED/RESIDENT AGENT

Having been named as registered agent to accept service of process for the above stated corporation, at the place designated hereinabove, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

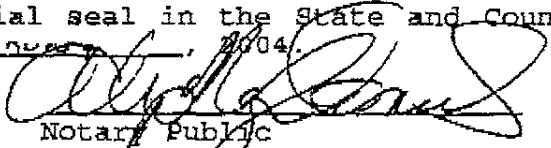
  
RHONDA L. CONLAN, Registered  
Agent

Dated: January 7, 2004

STATE OF FLORIDA  
COUNTY OF Palm Beach

BEFORE ME, the undersigned officer duly authorized to take acknowledgments, this day, personally appeared RHONDA L. CONLAN, to me personally known ~~or who provided~~ as ~~identification~~ and who executed the foregoing, and she acknowledged before me that she executed the same for the purposes herein expressed.

WITNESS my hand and official seal in the State and County aforesaid this 7 day of January, 2004.

  
Notary Public  
My Commission Expires:  
Commission No.

