

Division of Corporations

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Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850)205-0381

From: Account Name : THE FARR LAW FIRM
Account Number : 103654001666
Phone : (941)639-1158
Fax Number : (941)639-0028

FLORIDA PROFTT CORPORATION OR P.A.**PAYLESS PROPERTIES, INC.**

Certificate of Status	0
Certified Copy	0
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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

March 3, 2004

THE FARR LAW FIRM

SUBJECT: PAYLESS PROPERTIES, INC.
REF: W04000008723

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You submitted a cover letter for a Limited Liability Company. You need to resubmit your articles with the correct cover letter.

If you have any further questions concerning your document, please call (850) 245-6855.

Tammy Hampton
Document Examiner
New Filings Section

FAX Aud. #: H04000044261
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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

PAYLESS PROPERTIES, INC.

ARTICLE I - NAME

The name of this corporation is **PAYLESS PROPERTIES, INC.**

ARTICLE II - DURATION

This corporation shall have perpetual existence, commencing on the date of filing of these Articles.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of engaging in business as a Real Estate Broker pursuant to the provisions of Chapter 475 of the Florida Statutes and for engaging in any other activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue ten thousand (10,000) shares of ONE DOLLAR (\$1.00) par value common stock, which shall be designated "Common Shares".

ARTICLE V - PREFERENCE, LIMITATIONS AND RELATIVE RIGHTS OF SHARES OF CAPITAL STOCK

Section 1. Voting Rights. Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of outstanding common stock. At each election for directors, every shareholder entitled to vote at such election shall have the right to vote, in person, or by proxy, the number of shares owned by him for as many persons as there are directors to be elected at that time and for whose election he has a right to vote or to accumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principal among any number of such candidates.

Section 2. Pre-emptive Rights. Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof as nearly as may be done without issuance of fractional shares at the price at which it is offered to others.

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ARTICLE VI - INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS

The street address and the mailing address of the initial principal office of this corporation is:

2927-A RIVERSIDE DRIVE
PUNTA GORDA, FLORIDA 33950

VII - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of this corporation's initial registered office and the name of its initial registered agent at that office is:

HOLLIE DUSTIN
2927-A RIVERSIDE DRIVE
PUNTA GORDA, FLORIDA 33950

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) director initially. The number of directors may be increased or diminished from time to time as provided in the By-Laws. The names and addresses of the initial directors of this corporation are:

HOLLIE DUSTIN
2927-A RIVERSIDE DRIVE
PUNTA GORDA, FLORIDA 33950

ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles is:

HOLLIE DUSTIN
2927-A RIVERSIDE DRIVE
PUNTA GORDA, FLORIDA 33950

ARTICLE X - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders; however, any By-Laws adopted by the shareholders, with specific provision providing that such By-Laws shall not be altered, amended or repealed by the Board of Directors, shall be effective to prevent such By-Laws being amended, altered or repealed by said Board of Directors.

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ARTICLE XI - AMENDMENTS

This corporation reserves the right from time to time to amend, alter, repeal, or to add any provision to its Articles of Incorporation in any manner now or hereafter prescribed by the provisions of Chapter 607 of Florida Statutes or any amendment thereto or by the provisions of any other applicable statute of the State of Florida; and all rights conferred upon stockholders by these Articles of Incorporation, or any amendment hereto, are granted, subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 27th day of February, 2004.


HOLLIE DUSTIN

ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT

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 hereby accept the appointment as Registered Agent and agree to act in that 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.


HOLLIE DUSTIN

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