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(Business Entity Name)

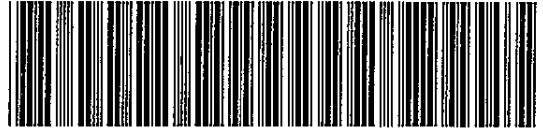
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2004 APR -7 PM 1:57
TALLAHASSEE FLORIDA

4/12/04

BILL MCFARLAND, P.A.

Attorney at Law

2930 Del Prado, Suite D, Cape Coral, Florida 33904
P.O. Box 101507, Cape Coral, Florida 33910

Phone: (239) 549-5680
Fax: (239) 549-0932

March 18, 2004

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Dear Sirs:

Hello.

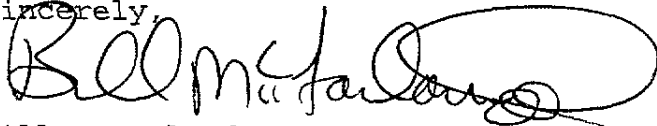
Enclosed is a check for \$70.00 to cover the expense of filing the enclosed Articles of Incorporation. Please file and return to:

Bill McFarland, P.A.
P.O. Box 101612
Cape Coral, Florida 33910

If you need anything else in order to fulfill this request, please contact me at the phone number or address listed above.

Thank you for your time and attention.

Sincerely,



Bill McFarland

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TALLAHASSEE FLORIDA



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

March 29, 2004

BILL MCFARLAND, ESQUIRE
POST OFFICE BOX 101507
CAPE CORAL, FL 33910

SUBJECT: DOCKSIDE PROPERTY, INC.
Ref. Number: W04000012128

RECEIVED

04 APR -7 PM 2:00

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

We have received your document for DOCKSIDE PROPERTY, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden
Document Specialist
New Filings Section

Letter Number: 604A00020473

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TALLAHASSEE FLORIDA
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ARTICLES OF INCORPORATION

2004 APR -7 PM 1:57

FOR

STATE
TALLAHASSEE FLORIDA

DOCKSIDE TROPICAL PROPERTY, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, desirous of forming a corporation under the Laws of the State of Florida, and more particularly under the provisions of Article _____, and amendments thereto, governing manufacturing and business companies, have entered into the following agreement:

ARTICLES

- 1) CORPORATE NAME - The name of the corporation shall be:
DOCKSIDE TROPICAL PROPERTY, INC.
- 2) PRINCIPAL OFFICE - The initial principal office and mailing address of this corporation shall be located at:

**3618 PELICAN BLVD.
CAPE CORAL, FLORIDA 33914
LEE COUNTY, FLORIDA**

- 3) CORPORATE PURPOSE - The corporation is formed for the following purposes:

The purpose of this corporation is real estate brokerage within the state of Florida; and to engage in any or all lawful acts or activities for which corporations are permitted under the laws of the United States and of the State of Florida.

- 4) CORPORATE TERM - The Corporation shall continue for the term of Indefinite.
- 5) INITIAL CAPITAL - The amount of capital which this corporation shall commence business is TWO HUNDRED DOLLARS (\$200).

- 6) PERSONAL LIABILITY - Neither the above-referenced corporation, the above referenced corporation's Board of Directors, or any other person or entity with which the above referenced corporation engages in business activities shall have the authority to impose liability on any shareholder without specific written authorization of the shareholder. Said written authorization shall be kept on file and available for inspection by legitimate authorities.
- 7) AUTHORIZED SHARES - The aggregate number of shares, which the corporation shall have authority to issue, is TEN THOUSAND (10,000) shares, having a PAR VALUE of ONE DOLLAR (\$1.00) per share.
- 8) VOTING RIGHTS - Each share, upon issuance to a designated shareholder, represented by certificate, which has been recorded in the corporate books, shall be entitled to one (1) vote in those matters requiring a vote of the shareholders.
- 9) CUMULATIVE VOTING - Cumulative voting, for any purpose, is not authorized under these articles. All issues requiring a shareholder vote shall be decided by a majority vote of the common shareholders of record. Such vote shall only be valid and binding upon the corporation and other shareholders when a quorum is present.
- 10) QUORUM - To constitute a quorum for corporate votes, a majority of the outstanding common shareholders of record are required to be present (conference calls, or other means found acceptable shall constitute presence).
- 11) CERTIFICATED STOCK - All stock issued by this corporation shall be evidenced by a certificate signed by the President of the corporation. The corporation must issue all stock to a specific shareholder of record. Use of bearer-certificated stock is prohibited. Only those entities on record with **DOCKSIDE TROPICAL PROPERTY, INC.** as being shareholders are entitled to vote on corporate matters.
- 12) RESTRICTIONS ON TRANSFER - All stock issued by this corporation shall be nontransferable unless offered to existing shareholders first. To satisfy this requirement the offer must be noted in the corporate books and the offer must be at the same terms and conditions as the stock is being offered to the nonshareholder. Once offered, existing

shareholders can purchase the offered stock either on a pro rata basis, in whole, or in part. Any stock remaining after being offered to existing shareholders may then be sold to the nonshareholder at no less than the same terms and conditions as the stock was purchased by the existing shareholders. However, stock that has been offered to the existing shareholders and is not purchased by the existing shareholders within thirty (30) days may then be transferred to the nonshareholder and the corporation is required to issue a new stock certificate and to make the necessary transfer entries in the corporate records.

- 13) NOTICE OF RESTRICTION ON TRANSFER OF STOCK - Any and all restrictions on the transfer of corporate stock shall be noted on the stock certificate. In the alternative, the certificate will state that the corporation will furnish a full statement of the restrictions upon request.
- 14) TRANSFER OF STOCK - Any transfer of corporate stock becomes valid only when the transfer has been registered in the corporate records and the corporation has issued a new certificate.
- 15) TREASURY SHARES - Shares, which have been issued and then reacquired by the corporation, shall not become treasury shares. Those shares reacquired by the corporation shall be deemed non-issued and non-outstanding.
- 16) PREEMPTIVE RIGHTS - Each shareholder, upon the sale of any class of stock of this corporation, 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 and terms at which it is offered to directors or existing stockholders.
- 17) INITIAL BOARD OF DIRECTORS/INITIAL OFFICERS - The Board of Directors shall consist of at least one (1) shareholder, and the names of those agreed upon for the first year are:

NAME	RESIDENCE	Position
Roy Barker Sr.	3618 Pelican Blvd. Cape Coral, Florida 33914	President & Director
Martin Lorenz	4515 Country Club Blvd. Cape Coral, Florida 33904	Secretary/ Treasurer & Director

18) **AUTHORITY OF THE BOARD OF THE DIRECTORS** - All powers and authority associated with **DOCKSIDE TROPICAL PROPERTY, INC.**'s Board of Directors is hereby suspended. All powers and authority of the Board of Directors is vested in the common shareholders. The common shareholders can exercise these powers by a majority vote of all common stock shareholders of record when a quorum is present. However, the common shareholders of record can delegate authority to the Board of Directors to transact the corporation's business as the common shareholder's deem fit. This delegation of authority shall only become valid upon a majority vote of the common shareholders, when a quorum is present; to change the bylaws of the corporation thereby enumerating the powers of the Board of Directors within said bylaws.

19) **QUORUM OF THE BOARD OF DIRECTORS** - Should the common shareholders of the corporation vest powers, via amendment of the corporate bylaws, in the Board of Directors, all Directors must be present to constitute a quorum. Additionally, each director shall be entitled to one vote only.

20) **THE NAME AND ADDRESS OF THE INCORPORATOR IS:**

NAME

ADDRESS

Bill McFarland, Esquire 2930 Del Prado, Suite D
Cape Coral, FL 33904

21) **REGISTERED AGENT** - Roy Barker, Sr., 3618 Pelican Blvd., Cape Coral, Florida 33914, hereby accepts the appointment of Registered Agent, and agrees to act in this capacity until such time as a new Registered Agent is designated by a majority vote of the common shareholders when a quorum is present.

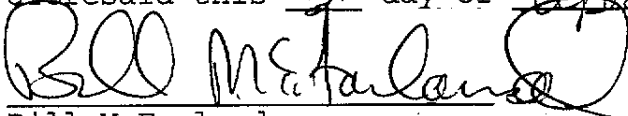
22) **INITIAL CORPORATE OFFICE ADDRESS** - The initial office address for the Corporation shall be 3618 Pelican Blvd., Cape Coral, Florida 33914.

23) **AMENDMENTS TO CORPORATE ARTICLES OR BYLAWS** - The power to adopt and/or amend either the corporate bylaws or these articles of incorporation is reserved unto the common stockholders. Adoption or amendment of the bylaws, or the articles of incorporation, shall be made only after approval

by a majority vote of the common shareholders when a quorum is present.

I, the undersigned, being the above referenced Incorporator of DOCKSIDE TROPICAL PROPERTY, INC., do hereby certify that the foregoing constitutes the Articles of Incorporation for DOCKSIDE TROPICAL PROPERTY, INC.

Witness my hand and official seal in the County and State last aforesaid this 5th day of April, A.D. 2004.


Bill McFarland

STATE OF FLORIDA
COUNTY OF LEE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to take oaths and take acknowledgments, personally appeared Bill McFarland known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that they executed the same, that I relied upon the following form of identification for the above named person:

Personally known or
and that an oath (was) (~~was not~~) taken.

NOTARY SEAL



Valerie Downing
Commission # DD276953
Expires December 22, 2007
Bonded Troy Fahn - Insurance, Inc. 800-365-7018


NOTARY SIGNATURE

REGISTERED AGENT

Roy Barker, Sr., 3618 Pelican Blvd., Cape Coral, Florida 33914, hereby accepts the appointment of Registered Agent for **DOCKSIDE TROPICAL PROPERTY, INC.**, a Florida corporation, and agrees to act in this capacity until such time as a new Registered Agent is designated by a simple majority vote of the shareholders.

Witness my hand and official seal in the County and State last aforesaid this 5th day of April, A.D. 2004.

Roy Barker, Sr.
Roy Barker, Sr.

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TALLAHASSEE FLORIDA
STATE

FILED

STATE OF FLORIDA
COUNTY OF Lee

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to take oaths and take acknowledgments, personally appeared **Roy Barker, Sr.** known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that they executed the same, that I relied upon the following form of identification of the above named person: personally known or provided Florida Driver's License, and that an oath (was) (was not) taken.



Valerie Downing
Notary Public
Commission # DD276953
Expires December 22, 2007
Bonded Troy Fair - Insurance, Inc. 800-385-7019

Valerie Downing
NOTARY SIGNATURE