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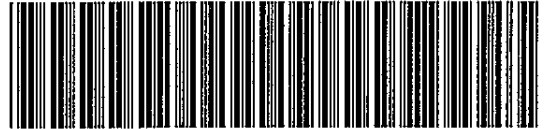
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REEGLER & TORNESE, P.A.

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SOUTH BRIDGE PARK
VENICE, FLORIDA 34285

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SARI LYNN REEGLER
CERTIFIED FAMILY MEDIATOR

LAWRENCE C. TORNESE

April 15, 2004

Corporate Division
Secretary of State
409 East Gaynes Street
Tallahassee, Florida 32399

Dear Sir or Madam:

Please find enclosed herewith the original and two copies of the Articles of Incorporation for JERRY M. VELEZ, SR., P.A. Also enclosed is a check in the amount of \$78.75 for the filing fees for said Articles.

Very truly yours,

REEGLER & TORNESE, P.A.

By: 

JOY BURROUGHS LEAR, CLAS

Paralegal - Certified Litigation Specialist

**ARTICLES OF INCORPORATION
OF
JERRY M. VELEZ, SR., P.A.**

The undersigned subscriber of these Articles of Incorporation, a natural person competent to contract and is legally authorized and licensed to practice as a real estate agent in the State of Florida, hereby proceeds to form a professional corporation in accordance with the Florida Professional Service Corporation Act, and hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of this corporation is JERRY M. VELEZ, SR., P.A.

ARTICLE II - DURATION

This Corporation shall commence its existence immediately upon the filing of the Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved in accordance with the laws of the State of Florida.

ARTICLE III - PURPOSE AND NATURE OF BUSINESS

The purpose of the Corporation and the nature of its business are as follows:

1. To engage in the practice of real estate as a professional service corporation and to provide services incident thereto.
2. To own property, enter into contracts and carry on any activity necessary or incidental to the accomplishment of furtherance of the purpose of this Corporation.
3. The services of this Corporation which consist of the practice of real estate shall be carried out only through officers, employees and agents who are in good standing and licensed in Florida to render such services.
4. To do everything necessary, proper or convenient for the accomplishment of any of the purposes herein set forth, and to do every other act incidental thereto which is not forbidden by the laws of the State of Florida or by the provisions of these Articles of Incorporation.

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TALLAHASSEE, FLORIDA

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time is 1,000 shares having a par value of \$1.00 per share. Such shares shall be of a single class of common stock. None of the shares of the Corporation may be issued to anyone other than an individual who is duly licensed to practice real estate in the State of Florida.

ARTICLE V - DIRECTORS

The Corporation shall be managed by a Board of Directors of at least one (1) Director. No person shall serve as a Director of the Corporation unless the person is duly licensed to practice real estate in the state of Florida. The Directors shall be elected by the shareholders of the Corporation. The name and street address of each person who is to serve as a member of the initial Board of Directors JERRY M. VELEZ, SR., 371 Ryals Street, Port Charlotte, FL 33954.

ARTICLE VI - SUBSCRIBERS

The name and address of the subscribers, who are the incorporators of this corporation, each of whom is duly licensed in the State of Florida to practice real estate, are as follows:

Name: Jerry M. Velez, Sr.

Address: 371 Ryals Street, Port Charlotte, FL 33954

ARTICLE VII - RESTRAINT ON ALIENATION

No shareholder may sell or transfer his shares in the Corporation except to another individual who is eligible to be a shareholder of the corporation under Florida law.

ARTICLE VIII - DISQUALIFICATION

If any officer, shareholder, agent or employee of the Corporation who has been rendering professional service to the public for the Corporation becomes legally disqualified to render such professional services within Florida or accept employment that places restrictions or limitations upon his/her continued rendering of such professional services, then the Corporation shall require him/her to comply with the Florida Professional Service Corporation Act by severing all employment with the financial interests in the Corporation.

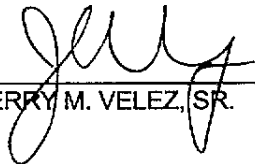
ARTICLE IX - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE X - INITIAL REGISTERED OFFICE AND AGENT

The principal office of this Corporation shall be at 371 Ryals Street, Port Charlotte, FL 33954, with the privilege of having its offices and branch offices at other places within or without the State of Florida. The initial Registered Agent of this Corporation shall be Sari Lynn Reegler, 1521 S. Tamiami Trail, Suite 304, Venice, Florida 34285.

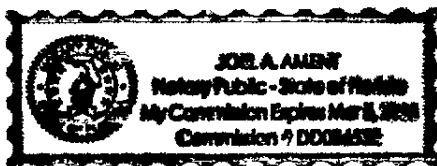
IN WITNESS WHEREOF, the undersigned Subscriber has executed these Articles of Incorporation this _____ day of March, 2004.




JERRY M. VELEZ, SR.

STATE OF FLORIDA)
 SS
COUNTY OF SARASOTA)

Acknowledged before me on MAR. 29, 2004, by JERRY M. VELEZ, SR., (X) who is personally known to me or () produced personally known as identification, and who did take an oath.





NOTARY PUBLIC-STATE OF FLORIDA
Name: JOEL A. AMENT
Commission No.: DD006532
My Commission Expires: 3-5-05

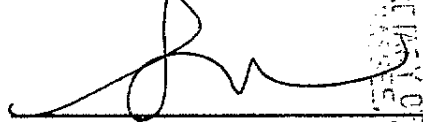
**CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered Agent/Registered Office, in the State of Florida.

1. The name of the corporation is JERRY M. VELEZ, SR., P.A.
2. The name and address of the Registered Agent and Office is:

Sari Lynn Reegler
Reegler & Tornese, P.A.
1521 S. Tamiami Trail
Suite 304
Venice, Florida 34285

AUTHORIZED BY:


Sari Lynn Reegler

3-26-04
(Date)

SECRETARY OF STATE
JERRY M. VELEZ, SR., P.A.

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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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.


Registered Agent

3-26-04
(Date)