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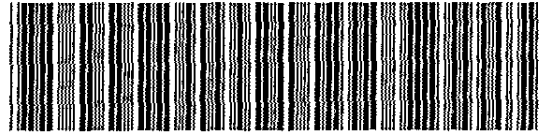
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Am 5/7

Jeff Rogers, P.A.

849 Christina Circle

Oldsmar, FL 34677

April 14, 2004

Division of Corporations

409 East Gaines Street

Tallahassee, FL 32399

Gentlemen,

Please find enclosed the Articles of Incorporation for

Jeff Rogers, P.A.

I have included the original and a copy of the Articles and a check in the amount of \$78.75 for the basic filing and a certified copy.

Sincerely yours,

A handwritten signature in cursive script, appearing to read "Jeffrey C. Rogers", followed by a horizontal line.

ARTICLES OF INCORPORATION

OF

JEFF ROGERS, P.A.

The undersigned natural person, competent and licensed to Practice in the state of Florida, 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

The name of this corporation shall be:

JEFF ROGERS, P.A.

the principle place of business of this corporation shall be
849 Christina Circle, Oldsmar, Fl 34677

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TALLAHASSEE, FLORIDA

ARTICLE II. NATURE OF BUSINESS

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

- A. To engage in every aspect in the practice of real estate, and all its fields of specialization's, as are engaged by real estate professionals,
- B. To engage and render the professional services involved only through its officers, agents and employees who shall be real estate professionals in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this corporation.
- C. To invest its funds in real estate mortgages, stocks, bonds, and any other type of investment permitted by law.
- D. To engage in no other business other than the rendition of the professional services specified herein.
- E. To do everything necessary and proper in accomplishing the purpose herein set forth and to do anything incidental thereto which is not forbidden under the laws of the State of Florida

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having \$1 par value per share. Shares of the corporation's stock and certificates shall be issued only to real estate professionals in good standing and duly licensees or otherwise legally authorized within the State of Florida to render the same professional services as this corporation

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the Corporation shall be 849 Christina Circle, Oldsmar, Florida 34677, and the name of the initial registered agent at said address is JEFF ROGERS.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. SPECIAL PROVISION

It is the intent of the Incorporator that the corporation may qualify as an S corporation under the Internal Revenue Code. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE VII. BOARD OF DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

JEFF ROGERS
Dir/Pres/Sec/Treas

849 Christina Circle
Oldsmar, FL 34677

ARTICLE VIII. INCORPORATOR

The name and street address of the Incorporator to these Articles of Incorporation is as follows: JEFF ROGERS, Christina Circle, Oldsmar, Fl 34677

CERTIFICATE OF REGISTERED AGENT

In Compliance with Section 48.091 and 607.034 of the Florida Statutes, the following is submitted:

The JEFF ROGERS, P.A. desiring to qualify under the Laws of the State of Florida, with its principal place of business In the City of Oldsmar, State of Florida, has Named JEFF ROGERS 849 Christina Circle, Oldsmar, Fl 334677 as its Registered Agent to accept service of process within the State of Florida.

April 12, 2004

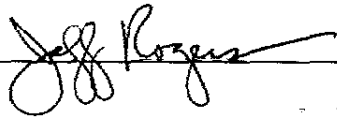
By: 

JEFF ROGERS
Subscriber

Having been named to accept service of process for the above state corporation at the place designated above, I HEREBY AGREE TO ACT in this capacity and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

April 12, 2004

By: _____



JEFF ROGERS
Registered Agent

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TALLAHASSEE, FLORIDA