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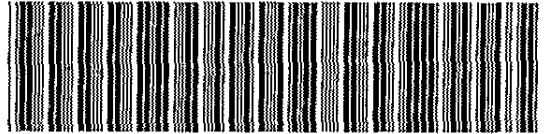
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04 MAY 17 AM 8:59

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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 655144 7117422

AUTHORIZATION :

Patricia Pizutto

COST LIMIT : \$ 78.75

ORDER DATE : May 17, 2004

ORDER TIME : 11:29 AM

ORDER NO. : 655144-005

CUSTOMER NO: 7117422

CUSTOMER: Ms. Ginny Hosea
Katz & Green

1 Florida Park Drive South

Palm Coast, FL 32137

DOMESTIC FILING

NAME: CALOIA GROUP, P.A.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Troy Todd - EXT. 2940

EXAMINER'S INITIALS: _____

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ARTICLES OF INCORPORATION

of

CALOIA GROUP, P.A.

The undersigned incorporators of these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is:

CALOIA GROUP, P.A.

ARTICLE II. NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is licensing real estate sales associates, and to engage in every and any aspect and phase of any and every lawful business permitted by the provisions of Chapter 621, Florida Statutes, and no others.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: One Hundred shares of common stock with a nominal or par value of \$1.00 each. The consideration to be paid for each share shall be fixed by the Board of Directors. There shall be no other class of stock. The incorporators, directors or shareholders may, by contract, restrict the alienability of this stock. All stock in this Professional Association is restricted to the following extent: No shareholder of this Professional Association may sell or transfer his shares in this professional Association, except to another Professional Association, Professional Limited Liability Company or individual authorized to license real estate sales associates in Florida. An endorsement shall be made upon each certificate of stock indicating the existence of such contract.

Stock in this professional Association may not be held by anyone other than a professional corporation, a professional limited liability company, or an individual who is licensed or otherwise legally authorized to license real estate sales associates in Florida. No shareholder shall enter into a voting trust agreement or any other type of agreement vesting another person with the authority to exercise the voting power of any shareholder's stock. If any member or shareholder who has licensed real estate sales associates in

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Florida becomes legally disqualified to render such professional services within this state or accepts employment that, pursuant to then existing law, places restrictions or limitations on that person's continued rendering of such professional services, that person shall sever all employment with, and financial interests in this professional Association.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin business is \$100.00.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. ADDRESS

The street address of the initial principal office of this corporation is 3727 Longford Circle, Ormond Beach, Florida 32174. The Board of Directors may, from time to time, move the principal office to any other address in Florida. The mailing address of the corporation is 3727 Longford Circle, Ormond Beach, Florida 32174.

ARTICLE VII. DIRECTORS

The corporation shall have one director initially. The number of directors may be increased from time to time, by By-Laws adopted by the stockholders.

ARTICLE VIII. INITIAL DIRECTORS

The names and post office addresses of the members of the first Board of Directors are:

<u>Name</u>	<u>Address</u>
Thomas V. Caloia	3727 Longford Circle, Ormond Beach, FL 32174

ARTICLE IX. SUBSCRIBERS

The name and post office address of each subscriber of these Articles of Incorporation, the number of shares of stock each agrees to take, and the value of the consideration thereof:

<u>Name</u>	<u>Address</u>	<u>Shares</u>	<u>Consideration</u>
Thomas V. Caloia	3727 Longford Circle Ormond Beach, FL 32174	100	\$100.00

ARTICLE X. AMENDMENT

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

ARTICLE XI. REGISTERED AGENT AND OFFICE

The registered agent and office for this corporation shall be B. Paul Katz, Atrium Suite, 1 Florida Park Drive South, Palm Coast, Florida 32137, to accept service of process within this State as to this corporation.



Thomas V. Caloia., Incorporator

STATE OF FLORIDA
COUNTY OF FLAGLER

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Thomas V. Caloia, to me personally known to be the person described as incorporator, in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 14th day of May, 2004.



Notary Public, State of Florida at Large
My commission expires:



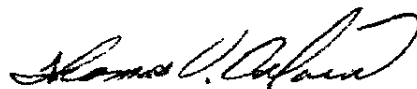
Virginia E. Hosea
MY COMMISSION # DD008095 EXPIRES
June 8, 2005
BONDED THRU TROY FAIN INSURANCE, INC.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED FOR
CALOIA GROUP, P.A.**

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IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

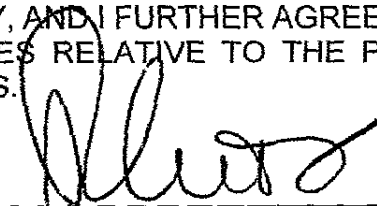
FIRST: THAT CALOIA GROUP, P.A., DESIRING TO ORGANIZE OR QUALIFY
THE ABOVE REFERENCED CORPORATION UNDER THE LAWS OF THE STATE OF
FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT 3727 LONGFORD CIRCLE,
ORMOND BEACH, FLORIDA, 32174, HAS NAMED B. PAUL KATZ, LOCATED AT
ATRIUM SUITE, 1 FLORIDA PARK DRIVE SOUTH, PALM COAST, FLORIDA, 32174,
AS ITS REGISTERED AGENT AND OFFICER TO ACCEPT SERVICE OF PROCESS
WITHIN FLORIDA.



Thomas V. Caloia, Vice President

DATE: 5-14-04

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.



B. Paul Katz, Registered Agent

DATE: 14 May 2004