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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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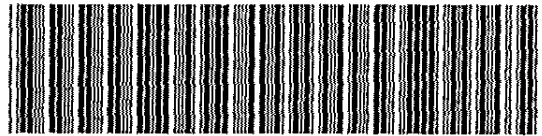
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
04 JUL -9 PM 3:45

LAW OFFICES OF  
**FRANK G. FINKBEINER**  
ATTORNEY AND COUNSELOR AT LAW  
108 EAST HILLCREST STREET  
ORLANDO, FLORIDA 32801

TELEPHONE (407) 423-0012  
FAX (407) 839-5951  
E-MAIL fgflaw@mpinet.net

MAILING ADDRESS:  
P.O. BOX 1789  
ORLANDO, FL 32802-1789

June 28, 2004

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

RE: MALOTT REAL ESTATE, INC.

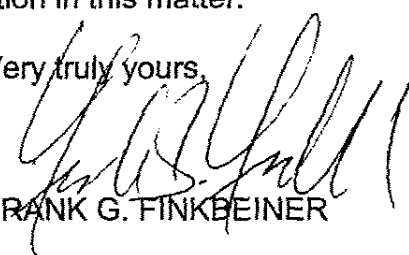
Gentlemen:

Enclosed please find an original and one fully executed copy of the Articles of Incorporation for the above-referenced Florida corporation, an original Designation and Acceptance of Designation of Registered Agent, together with a check in the amount of \$78.50, representing the following fees:

Filing Fee.....	\$ 35.00
Certified Copy.....	8.50
Registered Agent Fee.....	<u>35.00</u>
TOTAL ENCLOSED.....	\$ 78.50

Would you please forward a certified copy of the filed Articles of Incorporation to me at the letterhead address. Thank you for your cooperation in this matter.

Very truly yours,

  
FRANK G. FINKBEINER

FGF:df  
encls.

ARTICLES OF INCORPORATION  
OF  
MALOTT REAL ESTATE, INC.

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

04 JUL -9 PM 3:45

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ARTICLE I: NAME

The name of this corporation is MALOTT REAL ESTATE, INC.

ARTICLE II: DURATION

This corporation shall exist perpetually, commencing on the date of execution and acknowledgment of these Articles of Incorporation.

ARTICLE III: PURPOSE

This corporation is organized for the purpose of engaging in any and all activities or business permitted under the laws of the State of Florida and the United States of America.

ARTICLE IV: CAPITAL STOCK

Initial Issue. One Thousand (1,000) shares of stock of the corporation shall be issued for cash or notes at a value of \$1.00 per share.

ARTICLE V: PRINCIPAL OFFICE AND REGISTERED AGENT

The address of the principal office of this corporation is 11420 Vicolo Loop, Windermere, Florida 34786 and the name of the registered agent of this corporation is Frank G. Finkbeiner, Attorney-at-Law

ARTICLE VI: INITIAL BOARD OF DIRECTORS

This corporation shall have two Directors initially. The number of Directors may be either increased or decreased from time to time by the By-Laws of the corporation, but shall never be less than two (2). The names and addresses of the Directors of this corporation until the first annual meeting of the Shareholders or until their successor(s) be elected and qualified are as follows:

JOHN A. MALOTT  
11420 VICOLO LOOP  
WINDERMERE, FLORIDA 34786

MARTHA L. MALOTT  
11420 VICOLO LOOP  
WINDERMERE, FLORIDA 34786

ARTICLE VII: INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer of director, to the fullest extent permitted by law.

ARTICLE VIII: INCORPORATOR

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

JOHN A. MALOTT  
11420 VICOLO LOOP, WINDERMERE, FLORIDA 34786

ARTICLE IX: PREEMPTIVE RIGHTS

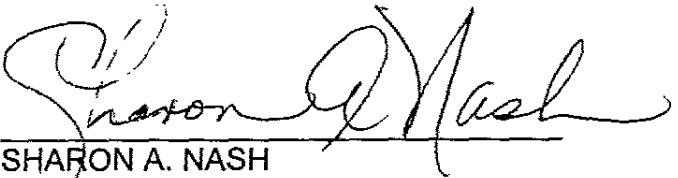
The Shareholders of the corporation shall have preemptive rights to acquire their prorata share of stock of the corporation for all issues of any class of stock of the corporation, no matter when authorized, and for whatever consideration is contemplated to be received by the corporation, including but not limited to cash, other property, services, the acquisition of other corporations' shares or property through merger or the extinguishment of debts. Preemptive rights shall apply to the reissuance of all redeemed or otherwise acquired shares, including the reissuance of treasury shares.

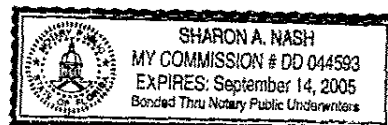
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 28th day of June, 2004.

  
JOHN A. MALOTT  
Incorporator/Subscriber

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 28th day of June, 2004, by JOHN A. MALOTT, Incorporator of MALOTT REAL ESTATE, INC., a Florida corporation, on behalf of the Corporation. He has produced Florida Driver's License as identification.

  
SHARON A. NASH  
Notary Public-State of Florida  
My commission expires:



**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: MALOTT REAL ESTATE, INC.
2. The name and address of the registered agent and office is:

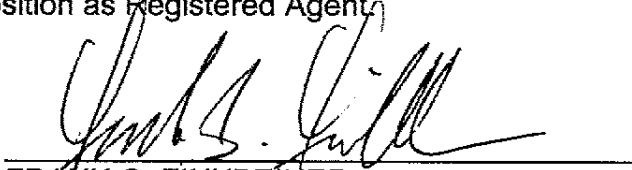
FRANK G. FINKBEINER, ATTY.  
108 E. Hillcrest Street  
Orlando, FL 32801.

JOHN A. MALOTT

BY: 

JOHN A. MALOTT, Director  
Date: June 28, 2004

I, the undersigned, FRANK G. FINKBEINER, Attorney, have 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 this 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.

  
FRANK G. FINKBEINER  
Date: June 28, 2004

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