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DAVID C. LEVENREICH ATTORNEY AND COUNSELOR AT LAW

ALSO ADMITTED TO PRACTICE IN THE STATE OF TEXAS 406 SOUTH PROSPECT AVENUE CLEARWATER, FLORIDA 33756

> TELEPHONE: (727) 441-8485 FACSIMILE: (727) 441-4558

September 9, 2004

Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

RE: WHATSMYHOMEWORTH.COM, INC.

Dear Sir or Madam:

Enclosed please find an original and one (1) copy of Articles of Incorporation for the above-referenced corporation. Also enclosed is my check in the amount of \$78.75 made payable to "Florida Department of State" to cover the filing fee as follows:

\$35.00 - Filing Fees \$ 8.75 - Certified Copy

\$35.00 - Registered Agent Designation

\$78.75 - Total

Please return the certified copy of these Articles of Incorporation to me at the above address. Thank you for your assistance in this matter.

DCL:tlk Enclosures

cc: Brian Staveley w/enclosure via hand delivery

ARTICLES OF INCORPORATION OF WHATSMYHOMEWORTH.COM, INC.



The name of this corporation is WHATSMYHOMEWORTH.COM, INC.

ARTICLE II - Street Address and Mailing Address

The street address of this corporation is 2501 West Bay Drive, Largo, Florida 33770. The mailing address of this corporation is 2501 West Bay Drive, Largo, FL 33770.

ARTICLE III - Duration

This corporation shall have perpetual existence.

ARTICLE IV - Purpose

This corporation is organized to include the transaction of any or all lawful business for which it may be incorporated under Chapter 607, Florida Statutes, as presently enacted and as it may be amended from time to time.

ARTICLE V - Capital Stock

This corporation is authorized to issue 10,000 shares of One Dollar (\$1.00) par value common stock, which shall be designated as "Common Shares".

ARTICLE VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 2501 West Bay Drive, Largo, Florida 33770, and the name of the initial registered agent of this corporation at that address is Brian Staveley.

ARTICLE VII - Initial Board of Directors

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1). The name and address of the initial director of this corporation are:

Name

Address

Brian Staveley

2501 West Bay Drive Largo, Florida 33770

ARTICLE VIII - Incorporator

The name and address of the person signing these Articles are Brian Staveley, 2501 West Bay Drive, Largo, Florida 33770.

ARTICLE IX - Indemnification

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

ARTICLE X - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 9th day of September, 2004.

BRIAN STAVELEY

STATE OF FLORIDA) COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 9th day of September, 2004, by BRIAN STAVELEY, who is personally known to me.



Notary Public - State of Florida

Commission No.

My Commission Expires:

CERTIFICATE DESIGNATING REGISTERED AGENT AND STREET ADDRESS FOR SERVICE OF PROCESS WITHIN FLORIDA

Pursuant to Section 48.091, Florida Statutes, WHATSMYHOME WORTH.COM, INC., desiring to organize under the laws of the State of Florida, hereby designates Brian Staveley, 2501 West Bay Drive, Largo, Florida 33770, as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as registered agent to accept service of process for the above-named corporation, at the place designated above, and agrees to comply with the provisions of Section 48.091(2), Florida Statutes, relative to maintaining an office for the service of process. \simeq

BRIAN STAVELEY