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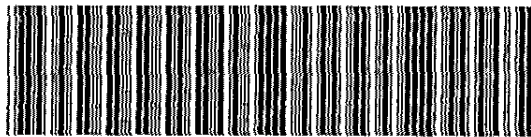
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SECRETARY OF STATE
TALLAHASSEE, FL 32304

AND
FILED

The Legal Center

ATTORNEYS AT LAW

September 13, 2004

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: REALTY EXECUTIVES BELLEAIR, INC.

Greetings:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-named corporation along with my check to cover the following expenses:

Filing Fee	\$35.00
Certificate of Status	8.75
Registered Agent Fee	<u>35.00</u>
TOTAL	\$78.75

Upon filing, please call this office with date of filing and corporation number. Also, please return the enclosed copy of the articles with your stamp on it showing the filing date.

Cordially yours,

THE LEGAL CENTER

Amber Schneck/ps

Amber Schneck

Attorney

KWD/ps

encls.

APPROVED
AND
FILED

04 SEP 17 PM 2: 25

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
REALTY EXECUTIVES BELLEAIR, INC.**

(A Corporation for Profit)

These Articles of Incorporation are signed and delivered by the undersigned for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is:

REALTY EXECUTIVES BELLEAIR, INC.

ARTICLE II. EXISTENCE

This corporation shall become effective September 15, 2004 shall exist perpetually.

ARTICLE III. GENERAL PURPOSES

The general purposes for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated pursuant to Chapter 607, Florida Statutes.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a nominal or par value of \$1.00 per share.

ARTICLE V. PRINCIPAL OFFICE

The principal office, if known, or the mailing address of the corporation is:

8486 Seminole Blvd.
Seminole, FL 33772

ARTICLE VI. REGISTERED OFFICE AND AGENT

The name and street address of the initial Registered Agent and office of this corporation is:

Victor Adamo
8486 Seminole Blvd.
Seminole, FL 33772

ARTICLE VII. INCORPORATOR

The names and addresses of the incorporators are:

Victor Adamo
8486 Seminole Blvd.
Seminole, FL 33772

Steve Madascy
11496 Harborside Circle
Largo, FL 33773

ARTICLE VIII. OFFICERS

The initial officers of the corporation, who shall serve until their successors are duly elected and qualify, shall be:

Victor Adamo	- President
Steve Madascy	- Vice President
Steve Madascy	- Secretary
Victor Adamo	- Treasurer

ARTICLE IX. MANAGEMENT BY SHAREHOLDERS


The corporation shall not have more than 35 shareholders nor shall it have directors. The business affairs of the corporation and all the corporate powers shall be managed and exercised under the direction and authority of the shareholders.

ARTICLE X. BY LAWS

The By-Laws, agreements, resolutions, and consents of this corporation as adopted by the shareholders shall govern all matters pertaining to the corporation not otherwise set forth in these Articles of Incorporation.

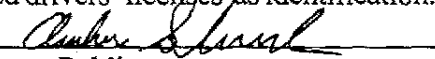
IN WITNESS WHEREOF, I have hereunto set my hand and seal, this 10th day of September, 2004.


VICTOR ADAMO Incorporator


STEVE MADASCY Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 10th day of September, 2004, by VICTOR ADAMO and STEVE MADASCY, who have produced drivers' licenses as identification.


Notary Public
My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT




Amber Schneck
MY COMMISSION # DD325780 EXPIRES
June 3, 2008

Having been named as registered agent for REALTY EXECUTIVES BELLEAIR, INC.
at the place designated in the foregoing Articles, namely 8486 Seminole Blvd., Seminole, FL 33772,

I HEREBY AGREE to act in this capacity, and to comply with all Florida Statutes relative to the performance of my duties.

Dated this 10th day of September, 2004.


VICTOR ADAMO
Registered Agent