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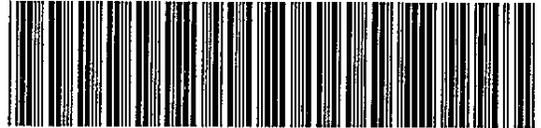
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2005 JAN 18 P 2:59

FILED

DONNA PROFFITT, P.A.
2501 SW 53rd Terrace
Cape Coral, FL 33914-6665

November 30, 2004

**Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314**

Enclosed please find Check Number 1005 in the amount of \$ 87.50 for payment of incorporation filing fees. Also enclosed is an original and two (2) copies of the Articles of Incorporation for **DONNA PROFFITT, P.A.**

If you have any questions, please do not hesitate to contact me.

Sincerely,



Donna M. Proffitt-Williams
President

Enclosures



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

December 23, 2004

DONNA PROFFITT-WILLIAMS
2501 SW 53RD TERRACE
CAPE CORAL, FL 33914-6665

SUBJECT: DONNA PROFFITT, P.A.
Ref. Number: W04000046914

We have received your document for DONNA PROFFITT, P.A.. However, the document has not been filed and is being returned for the following:

The effective date is not acceptable since it is not within five working days of the date of receipt.

An effective date **may** be added to the Articles of Incorporation **if a 2005 date is needed**, otherwise the date of receipt will be the file date. **A separate article must be added to the Articles of Incorporation for the effective date.**

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6934.

Loria Poole
Document Specialist
New Filings Section

Letter Number: 404A00071340

January 15, 2005

Dear Ms. Poole:

Pursuant to our telephone conversation, I have enclosed the amended change of Article III, changing the effective date to January 20, 2005.

Thank you in advance for your assistance in this matter.

Regards,


Donna Proffitt-Williams



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

December 23, 2004

DONNA PROFFITT-WILLIAMS
2501 SW 53RD TERRACE
CAPE CORAL, FL 33914-6665

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Loria Poole
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Letter Number: 404A00071340

ARTICLES OF INCORPORATION
OF
DONNA PROFFITT, P.A.

2005 JAN 18 P 2:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

By these Articles of Incorporation the undersigned incorporator, natural person competent to contract, and who is licensed or otherwise legally authorized to render the professional services of a licensed real estate sales person in the State of Florida, associates himself to form a professional services corporation under Chapter 621 of the laws of the State of Florida.

ARTICLE I

NAME AND DURATION

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

**DONNA PROFFITT, P.A.
2501 SW 53rd Terrace
Cape Coral, FL 33914-6665**

This corporation shall have perpetual existence.

ARTICLE II

PURPOSES

This corporation may engage in each and every aspect of the business of a licensed real estate sales person in the State of Florida, but only through its officers, employees and agents who are duly licensed or otherwise legally authorized to render such professional services, and to engage in any other activity permitted from time to time for professional service corporations.

ARTICLE III

COMMENCEMENT OF CORPORATE EXISTENCE

Pursuant to Section 607.167 of the Florida General Corporation Act, the existence of this corporation shall commence on the date of subscription and acknowledgment of these Articles of Incorporation. More specifically, this corporation shall commence operations as of January 20, 2005.

ARTICLE IV

CORPORATE STOCK

The aggregate number of shares that the corporation shall have authority to issue is ONE THOUSAND (1000) SHARES. All such shares shall be of a single class, designated as common, and shall be of \$ 1.00 par value. All common shares shall be identical with each other in every respect. The holders of common shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

INITIAL REGISTERED AGENT AND OFFICE

The initial registered agent of the corporation and the street address of the corporation's initial registered agent are:

DONNA M. PROFFITT-WILLIAMS
2501 SW 53rd Terrace
Cape Coral, FL 33914-6665

ARTICLE VI

MANAGEMENT OF CORPORATE AFFAIRS

The number of directors of the corporation shall be fixed by the bylaws of the corporation. The initial board of directors shall consist of one (1) director whose name and address are as follows:

Donna M. Proffitt-WILLIAMS
2501 SW 53rd Terrace
Cape Coral, FL 33914-6665

ARTICLE VII

To the fullest extent permitted by law, a director of the corporation shall have no personal liability to the corporation or its shareholders for monetary damages for conduct as a director; provided that this Article does not eliminate the liability of a director for any act or omission for which such elimination of liability is not permitted under the Florida Business Corporation Act. No amendment to that Act, or amendment of these articles of incorporation, that further limits the act or omissions for which elimination of liability is permitted, shall adversely affect any right or protection of a director for any act or omission occurring prior to such amendment. If the Florida Business Corporation Act is amended to further limit or eliminate liability of a director, then a director of the corporation shall not be liable for any such act or omission to the fullest extent permitted by the Florida Business Corporation Act, as so amended.

ARTICLE VIII

INCORPORATOR(S)

The name and address of the initial incorporator(s) are:

Donna M. Proffitt-*WILLIAMS*
2501 SW 53rd Terrace
Cape Coral, FL 33914-6665

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 10th day of December, 2004.

Donna M. Proffitt-Williams
Donna M. Proffitt-WILLIAMS

ACCEPTANCE OF DUTIES OF REGISTERED AGENT

Having been named to act as Registered Agent to accept service of process for the above named corporation, at the place designated in these Articles of Incorporation, and being familiar with the obligations of this position, I hereby accept the duties of registered agent, agree to act in this capacity, and I further agree to comply with the provisions of the Florida law relative to the proper and complete performance of my duties.

IN WITNESS WHEREOF, the undersigned Registered Agent has executed this Acceptance of Duties of Registered Agent on the 10th day of December, 2004.

Donna M. Proffitt-Williams
Donna M. Proffitt-WILLIAMS

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