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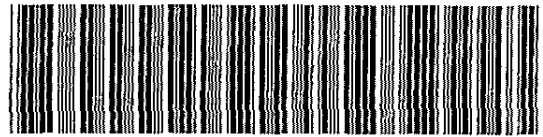
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gr 2/16/05

ERNIE C. LISCH

ATTORNEY AT LAW

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

3011 MANATEE AVENUE WEST
BRADENTON, FLORIDA 34205

February 1, 2005

TELEPHONE
(941) 748-8464
FACSIMILE
(941) 747-1461

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

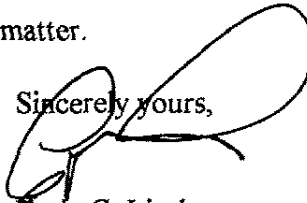
Re: Richard N. Armstrong, Sr., P.A.
Our File No. 05-104

To Whomever It May Concern:

Attached hereto for filing are Articles of Incorporation for Richard N. Armstrong, Sr. P.A., together with a check in the amount of \$122.50.

Thank you for your attention to this matter.

Sincerely yours,



Ernie C. Lisch

ECL/dez
enc.

ARTICLES OF INCORPORATION OF

RICHARD N. ARMSTRONG, SR., P.A.

ARTICLE I - Name and Corporate Address

The name of this corporation is RICHARD N. ARMSTRONG, SR., P.A., with its mailing address and principal office located at 7520-4th Avenue West, Bradenton, Florida 34209.

ARTICLE II - Purposes

The general nature and purposes of business to be transacted, promoted and carried on by the corporation are as follows:

- a. To engage in every aspect in the sale of real estate, and all its fields of specializations, as are engaged in by Florida realtors.
- b. To engage and render the professional services involved only through its officers, agents and employees who shall be realtors in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional service as this corporation.
- c. To invest its funds in real estate, mortgages, stocks, bonds and any other type of investments permitted by law.
- d. To engage in no other business other than the rendition of the professional services specified herein.
- e. To do everything necessary and proper in accomplishing the purposes herein set forth and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.

Article III - Capital Stock

- a. The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be 1,000 shares of common stock at \$1.00 per share par value.
- b. The consideration to be paid for each share shall be payable in lawful money or property, labor or services.
- c. Shares of the corporation's stock and certificates shall be issued only to realtors in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this corporation.

Article IV - Duration

The corporation shall have perpetual existence.

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STATE OF FLORIDA
TALLAHASSEE

Article V - Registered Agent

The initial registered office of this corporation shall be 7520-4th Avenue West, Bradenton, Florida 34209, and the initial registered agent of this corporation at such office shall be Richard N. Armstrong, Sr., who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes, as amended from time to time, with respect to keeping an office open for service of process.

Article VI - Incorporator

The names and street addresses of the persons signing these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
Richard N. Armstrong, Sr.	7520-4th Avenue West Bradenton, Florida 34209

Article VII - Board of Directors

The corporation shall have a Board of Directors consisting of one (1) person. The number of Directors may be increased or decreased from time to time by a resolution of the majority of the Stockholders, but shall never be less than one. The name and address of the initial Director of this corporation is:

<u>Name</u>	<u>Address</u>
Richard N. Armstrong, Sr.	7520-4th Avenue West Bradenton, Florida 34209

Article VIII - Informal Shareholder Action

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the corporation as part of the corporate records.

Article IX - Severance and Termination of Employment

If any officer, director, stockholder, agent or employee of this corporation becomes legally disqualified to render the professional services for which the corporation is organized, or accepts employment that places restrictions or limitations on his or her continued rendering of such professional services, he or she shall forthwith sever all employment with the corporation, and shall not thereafter participate or share, directly or indirectly, in any earnings or profits realized by the corporation on account of professional services. The corporation shall forthwith, upon such

disqualification of any shareholder, purchase such shareholder's shares and pay him or her all amounts owing and lawfully due to him or her by the corporation, except that such shares shall not be entitled to dividends.

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TALLAHASSEE FLORIDA

Article X - Informal Director Action

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

Article XI - Indemnification

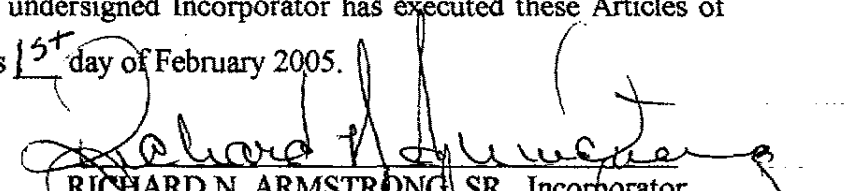
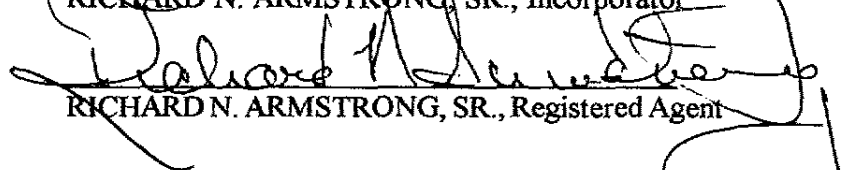
The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

Article XII - Bylaw Amendment

The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the Board of Directors and Stockholders provided that such amendment be in compliance with the laws of the State of Florida governing a Professional Service Corporation.

The foregoing amendment was adopted by the shareholders of this corporation and said shareholders have elected to bring the corporation within the provisions of the Professional Service Corporation Act, Chapter 621, Florida Statutes.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation in the State of Florida this 1st day of February 2005.

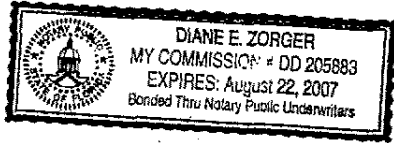

RICHARD N. ARMSTRONG, SR., Incorporator

RICHARD N. ARMSTRONG, SR., Registered Agent

STATE OF FLORIDA
COUNTY OF MANATEE

BEFORE ME, the undersigned authority, personally appeared Richard N. Armstrong, who is to me well known to be the person described in and who executed the foregoing Articles of

Incorporation as the Incorporator, and he acknowledged to and before me that he executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Bradenton, Manatee County, Florida, this 15th day of February 2005.



Diane E. Zorger
Notary Public
Print Name: _____
Commission #: _____
Commission Expires: _____