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MARC F. OATES, P.A.

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February 23, 2005

CERTIFIED MAIL – 7004 1350 0004 8546 8528
RETURN RECEIPT REQUESTED

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Re: Transaction: Kenneth A. Kosowski, P.A.
Our File No.: 02-053.001

To Whom It May Concern:

In connection with the above-referenced transaction, enclosed please find Articles of Incorporation of Kenneth A. Kosowski, P.A. along with our trust account check number 6392 in the amount of \$87.50 representing filing fees for same.

Should you have any questions, please contact this office to discuss.

Very truly yours,



Amber Keller
Paralegal for Marc F. Oates, Esq.

/aek

Enclosures as stated

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

KENNETH A. KOSOWSKI, P.A.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract and legally authorized to practice the profession of law in the State of Florida, hereby proceeds to form a professional corporation in accordance with the Florida Professional Service Corporation Act, and hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of this corporation is: **KENNETH A. KOSOWSKI, P.A.**

ARTICLE II - PRINCIPAL OFFICE

The address of the principal office of the Corporation is **213 Colonnade Circle, Naples, FL 34103** and the mailing address of the Corporation is **213 Colonnade Circle, Naples, FL 34103** and.

ARTICLE III - PURPOSE

The purpose of the Corporation and the nature of its business are as follows:

1. To engage in the practice of real estate sales associate as a professional service corporation and to provide services incident thereto.
2. To own property, enter into contracts and carry on any activity necessary or incidental to the accomplishment or furtherance of the purpose of this Corporation.
3. The services of this Corporation which consist of the practice of real estate sales associate shall be carried out only through officers, employees and agents who are active members of the Florida Department of Business and Professional Regulation in good standing and licensed in Florida to render the service of real estate sales associate.
4. To do everything necessary, proper or convenient for the accomplishment of any of the purposes herein set forth, and to do every other act incidental thereto which is not forbidden by the laws of the State of Florida, by the Rules Regulating Florida licensed sales associates, or by the provisions of these Articles of Incorporation.

ARTICLE IV - SHARES

The Corporation is authorized to issue one class of shares, which shall be called common shares. Common shares shall have unlimited voting rights and such shareholder shall be entitled to receive the net assets of the Corporation upon dissolution. The Corporation is authorized to issue one hundred (100) common shares of stock. None of the shares of the Corporation may be issued to

anyone other than an individual who is a duly licensed real estate sales associate in the State of Florida and is an active member of the Department of Business and Professional Regulation in good standing.

ARTICLE V – PAR VALUE

The shares of the Corporation shall have a par value of \$1.00 per share.

ARTICLE VI – INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of the Corporation is **10001 Tamiami Trail, North, Suite 119, Naples, Florida 34108**, and the name of the Registered Agent at that address is **Marc F. Oates, P.A.**

ARTILCE VII – INITIAL OFFICERS/DIRECTORS

Section 1. The officers of the Corporation shall be a President, a Vice President, a Secretary, a Treasurer, and such other officers as may be provided in the By-Laws.

Section 2. The names and address of the persons who are to serve as Officers of the Corporation are as follows:

<u>Office:</u>	<u>Name:</u>	<u>Address:</u>
President	Kenneth A. Kosowski	213 Colonade Circle, Naples, FL 34103
VP	Kenneth A. Kosowski	213 Colonade Circle, Naples, FL 34103
Secretary	Kenneth A. Kosowski	213 Colonade Circle, Naples, FL 34103
Treasurer	Kenneth A. Kosowski	213 Colonade Circle, Naples, FL 34103

Section 3. The names of the persons who are to serve as Directors of the Corporation are as follows:

<u>Director Name:</u>	<u>Address:</u>
Kenneth A. Kosowski	213 Colonade Circle, Naples, FL 34103

ARTICLE VIII – INCORPORATOR

The name and address of the Incorporator is:

Marc F. Oates, P.A.
Marc F. Oates, Esq.
10001 Tamiami Trail North, Suite 119
Naples, FL 34108

ARTICLE IX – BY-LAWS

The Officers of this Corporation shall provide such By-Laws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

ARTICLE X. RESTRAINT ON ALIENATION

No shareholder may sell or transfer his shares in the Corporation except to another individual who is eligible to be a shareholder of the Corporation under Florida law.

ARTICLE XI. DISQUALIFICATION

If any officer, shareholder, agent or employee of the Corporation who has been rendering professional service to the public for the Corporation becomes legally disqualified to render such professional services within Florida or accepts employment that places restrictions or limitations upon his or her continued rendering of such professional services, then the Corporation shall require him or her to comply with the Florida Professional Service Corporation Act by severing all employment with and financial interests in the Corporation.

ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, we, the undersigned subscribing incorporator, have hereunto set our hands and seals, this 22 day of February, 2005, for the purpose of forming this Corporation under the laws of the State of Florida.

By: 

Marc F. Oates

ACCEPTANCE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated Corporation at the place designated in this statement, 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.

Marc F. Oates, P.A.

By: 

Marc F. Oates, Esq.

Its: President/Director

Date: February 22, 2005

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