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### Robert A. Rosenberg



ATTORNEY AT LAW

28960 U.S. 19 NORTH, SUITE 100 CLEARWATER, FLORIDA 33761

OFFICE (727) 771-8787 FAX (727) 781-1387

May 31, 2005

#### TRANSMITTAL LETTER

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

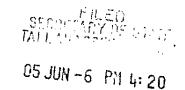
Subject: FRANK KREGLER, P. A.

Attention Filing Department:

Enclosed please find an original and one (1) copy of the Articles of Incorporation for the above corporation. Additionally enclosed is a check in the amount of \$70.00 for the filing fees. Upon filing the enclosed, please return a stamped copy to this office at the address on this letterhead.

Very truly,

Robert A. Rosenberg



## FRANK KREGLER, P.A.

#### ARTICLE I-NAME

The name of this professional corporation will be FRANK KREGLER, P.A.

#### **ARTICLE II-DURATION**

The duration of the professional corporation will be perpetual.

#### ARTICLE III-PURPOSE

The professional corporation is organized for the purpose of transacting any and all lawful business under Chapters 607 and 621, <u>Florida Statutes</u>, as amended from time to time.

#### ARTICLE IV-AUTHORIZED STOCK

The professional corporation is authorized to issue Five Thousand (5,000) shares of One Dollar (\$1.00) par value common stock.

#### ARTICLE V-INITIAL REGISTERED AGENT

The name of the initial registered agent of the professional corporation is Frank Kregler. The street address of the initial registered office of the professional corporation for service of process shall be: 3875 Crescent Cove Place, Tarpon Springs, FL 34688.

#### ARTICLE VI-PROFESSIONAL PURPOSE

The professional corporation is formed for the purpose of providing real estate related services to the public and therefore no shareholder may be permitted to sell or transfer ownership interest in this professional corporation except to another

professional corporation, professional LLC, or an individual, each of whom must be duly licensed or otherwise legally authorized to render the same specific professional services as those for which this professional corporation is organized. No person shall become a shareholder of this professional corporation, unless the person is a professional corporation, a professional LLC, or an individual, each of whom must be duly licensed or otherwise legally authorized to render the same specific professional services as those for which this professional corporation is organized, in accordance with Chapters 607 and 621 Florida Statutes, as amended from time to time.

#### ARTICLE VII-INITIAL BOARD OF DIRECTORS

The professional corporation initially shall have one (1) director. The number of directors may be increased or decreased from time to time in accordance with the bylaws, but the number of directors shall not be less than one person at any time. The name and address of the initial director of the professional corporation is:

Frank Kregler

3875 Crescent Cove Place Tarpon Springs, FL 34688

#### ARTICLE VIII-INCORPORATOR

The name and address of each incorporator of the professional corporation is:

Frank Kregler

3875 Crescent Cove Place Tarpon Springs, FL 34688

#### ARTICLE IX-PRINCIPAL OFFICE ADDRESS

The initial principal office and mailing address of the professional corporation shall be: 3875 Crescent Cove Place, Tarpon Springs, FL 34688. The

professional corporation reserves the privilege of having branch or other offices at places within or without the State of Florida.

#### ARTICLE X-BY LAWS

The board of director(s) at the organizational meeting shall adopt the initial bylaws of the professional corporation. Thereafter the power to adopt, alter, amend, or repeal the bylaws shall be vested in the shareholders of the professional corporation.

#### **ARTICLE XI-POWERS**

The professional corporation shall have all of the corporate powers enumerated in Chapters 607 and 621, <u>Florida Statutes</u>, as amended from time to time.

#### ARTICLE XII-PRE-EMPTIVE RIGHTS

No holder of stock of the professional corporation of any class shall have any preferential, pre-emptive or other right to subscribe for or to purchase from the corporation any stock of the corporation of any class, whether or not now authorized, or to purchase any bonds, certificates of indebtedness, debentures, notes, obligations or other securities which the corporation may at any time issue, whether or not the same shall be convertible into stock of the corporation of any class or shall entitle the owner or holder to purchase stock of the corporation of any class.

#### ARTICLE XIII-AMENDMENT OF ARTICLES

The professional corporation reserves the rights to amend, alter, change, or repeal any provision or provisions contained in these Articles or Incorporation, or any amendment thereto, in accordance with the laws of the State of Florida as amended from time to time. All rights conferred upon the shareholder of the corporation are granted subject to this reservation.

#### ARTICLE XIV-COMMENCEMENT OF CORPORATE EXISTENCE

The date of commencement of corporate existence for the above-named professional corporation shall be the date of filing of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed
these Articles of Incorporation this $31$ day of $444$ , 2005
Duly 1
Frank Kregler, Incorporator
STATE OF FLORIDA COUNTY OF PINELLAS
The foregoing instrument was acknowledged before me this 3 day of, 2005, by Frank Kregler, who is personally known to me or who has produced/A(type of identification) as identification.
Robert A Rosenberg My Commission DD165591 Expires January 01 2007 Signature of Person Taking Acknowledgment
(NOTARY SEAL)

#### NOTICE OF ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Pursuant to Section 607.0501, Florida Statutes, the undersigned hereby accepts designation as the initial registered agent for FRANK KREGLER, P.A., a Florida professional corporation, and hereby states that he is familiar with and accepts the duties and responsibilities as registered agent for said corporation this 31 day of MAM\_\_, 2005.

Frank Kregler

3875 Crescent Cove Place Tarpon Springs, FL 34688