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SECONDARY LI STATE
TALLAHASSEE, FLORIDA

[Handwritten signature and initials]

FRED W. MUNDIE, JR., P.A.
Attorney at Law

June 6, 2005

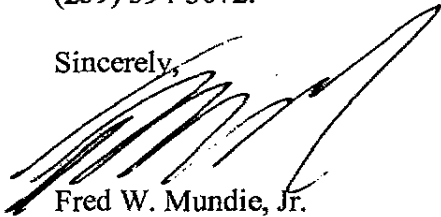
Department of State
Division of Corporations
Corporate Filings
409 E Gaines St.
Tallahassee, FL 32301

SUBJECT: Denis Smith, P.A.

Dear Department of State:

Enclosed are an original and one (1) copy of the Articles of Incorporation and a check for \$78.75 for the Filing Fee & Certified Copy. Please return the copy to me in the enclosed, self addressed envelope. For further information concerning this matter, please call Fred W. Mundie, Jr. at (239) 394-3072.

Sincerely,

A handwritten signature in black ink, appearing to read 'Fred W. Mundie, Jr.', is written over the word 'Sincerely,'.

Fred W. Mundie, Jr.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
DENIS SMITH, P.A.**

In compliance with the requirements of F.S. Chapter 607 and 621, the undersigned hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the Corporation is: DENIS SMITH, P.A. The corporation shall have a perpetual existence.

ARTICLE II

The street address of the principal office of the Corporation is: 847 North Collier Blvd., Marco Island, Florida 34145.

ARTICLE III

The specific purpose for which the Corporation is organized is:

A. To carry on and conduct the practice of a real estate agent under the laws of the State of Florida, through individuals authorized by law to render such services and in accordance with the terms and provisions of the Professional Service Corporation Act of the State of Florida.

B. To invest its funds in real estate, mortgages, stocks, bonds, or any other types of investments and to purchase, encumber, sell and convey real and personal property necessary for the rendering of professional services and to do all and everything necessary and proper for the accomplishment of the purposes and objectives of the corporation.

C. This corporation shall have all of the general and additional powers and authority granted to professional service corporations under the laws of the State of Florida..

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 100, all of which shall be Common Shares.

ARTICLE V

The initial street address of the Corporation's registered office is: 847 North Collier Blvd., Marco Island, Florida 34145. The initial registered agent for the Corporation at that address is: DENIS SMITH.

ARTICLE VI

The initial board of directors shall consist of one member. This number may be increased or decreased from time to time in accordance with the Corporations's bylaws, but shall never be less than one. The name and address of the person who will serve on the initial board of directors is:

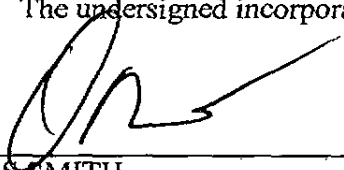
Name	Address
DENIS SMITH	847 North Collier Blvd. Marco Island, Florida 34145.

ARTICLE VII

The name and street address of the person signing these articles of incorporation is:

Name	Address
DENIS SMITH	847 North Collier Blvd. Marco Island, Florida 34145.

The undersigned incorporator has executed these articles of incorporation.




DENIS SMITH
Incorporator

3/21/05

Date

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for DENIS SMITH at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501.



DENIS SMITH
Registered Agent

3/21/05
Date

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SEAL CLERK OF STATE
TALLAHASSEE, FLORIDA