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05 JUN - 9 PM 3:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE LAW OFFICES OF  
**LAURENCE J. SMITH, P.A.**

6710 WINKLER ROAD, SUITE 2  
FORT MYERS, FLORIDA 33919

**LAURENCE J. SMITH**  
ATTORNEY AND COUNSELOR AT LAW  
SUPREME COURT CERTIFIED FAMILY MEDIATOR  
SUPREME COURT CERTIFIED COUNTY MEDIATOR

TELEPHONE: (239) 437-4409  
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LJS@LAURENCEJSMITH.COM  
WWW.LAURENCEJSMITH.COM

May 24, 2005

**TRANSMITTAL LETTER**

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

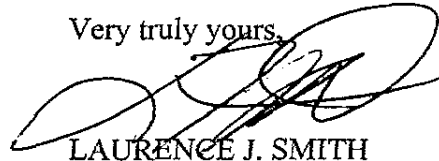
**SUBJECT:** Rhodes Real Estate Corporation

**FROM:** Laurence J. Smith, Esq.  
Laurence J. Smith, P.A.  
6710 Winkler Road, Suite 2  
Fort Myers, Florida 33919

For further information concerning this matter, please call Laurence J. Smith, Esq. at (239) 437-4409.

Enclosed are an original and one (1) copy of the Articles of Incorporation and a check for \$78.75 for Filing Fee, Designation of Registered Agent & Certified copy of articles

Very truly yours,



LAURENCE J. SMITH

RECEIVED  
05 MAY 27 AM 9:28  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

May 27, 2005

LAURENCE J. SMITH, ESQ.  
6710 WINKLER RD STE 2  
FT MYERS, FL 33919

SUBJECT: RHODES REAL ESTATE CORPORATION  
Ref. Number: W05000026752

We have received your document for RHODES REAL ESTATE CORPORATION. However, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State.

Your document will be retained in our pending file.

The corporate filing fees for profit and nonprofit, domestic or foreign are as follows:

Filing Fees	\$35.00
Registered Agent Designation	\$35.00
Certified Copy	\$8.75
Certificate of Status	\$8.75

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) 245-6933.

Dale White  
Document Specialist  
New Filings Section

Letter Number: 105A00038247

RECEIVED  
05 JUN -9 AM 9:52  
DEPARTMENT OF STATE  
TALLAHASSEE, FL 32314

**ARTICLES OF INCORPORATION**  
**OF**  
**RHODES REAL ESTATE CORPORATION**

FILED

05 JUN -9 PM 3:06

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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: Rhodes Real Estate Corporation.

**ARTICLE II**

The street address of the principal office of the Corporation is: 1802 N. Belcher Road, Suite 100, Clearwater, Florida 33765.

**ARTICLE III**

The specific purpose for which the Corporation is organized is: Real estate company.

**ARTICLE IV**

The maximum number of shares this Corporation is authorized to issue is 10,000,000, par value \$0.01 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and 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**

The initial street address of the Corporation's registered office is: 6710 Winkler Road, Suite 2, Fort Myers, Florida, 33919. The initial registered agent for the Corporation at that address is Laurence J. Smith, Esq.

**ARTICLE VI**

The initial board of directors shall consist of four members. 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 names and addresses of the persons who will serve on the initial board of directors are:

Names	Addresses
Trevor Rhodes	1802 N. Belcher Road, Suite 100, Clearwater, Florida 33765
Ronald Rhodes	1802 N. Belcher Road, Suite 100, Clearwater, Florida 33765
Michael Rhodes	1802 N. Belcher Road, Suite 100, Clearwater, Florida 33765
Nadine Smith	1802 N. Belcher Road, Suite 100, Clearwater, Florida 33765

## ARTICLE VII

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

Name

Address

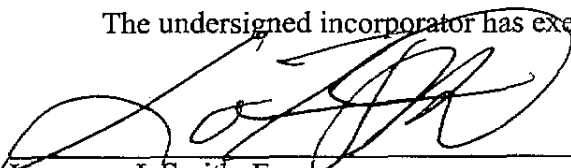
Laurence J. Smith, Esq.

6710 Winkler Road, Suite 2  
Fort Myers, Florida 33919

## ARTICLE VIII

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

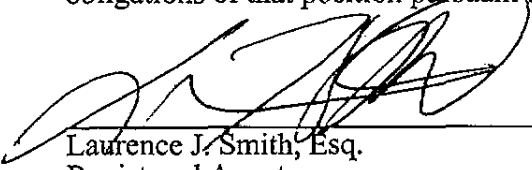
The undersigned incorporator has executed these articles of incorporation.

  
\_\_\_\_\_  
Laurence J. Smith, Esq.  
Incorporator

5/24/05  
\_\_\_\_\_  
Date

## ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Rhodes Real Estate Corporation 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.

  
\_\_\_\_\_  
Laurence J. Smith, Esq.  
Registered Agent

5/24/05  
\_\_\_\_\_  
Date

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

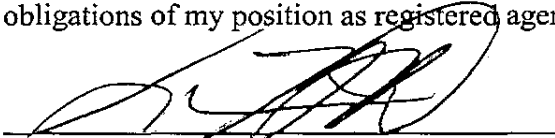
FILED

05 JUN -9 PM 3:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
UNDER THE PROVISIONS OF F.S. 607.0501, THE UNDERSIGNED CORPORATION,  
ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE  
FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED  
AGENT IN THE STATE OF FLORIDA.

1. The name of the corporation is: Rhodes Real Estate Corporation
2. The name and address of the registered agent and office is:

Laurence J. Smith, Esq.  
6710 Winkler Road, Suite 2  
Fort Myers, Florida 33919

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in this certificate, I 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.

  
\_\_\_\_\_  
Laurence J. Smith, Esq.

May 24, 2005