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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

✓
4405-33378

T Hampton JUL 20 2005

DENIS A. COHRS, P.A.

ATTORNEYS AND COUNSELORS AT LAW

INTERVEST BANK BUILDING • 2575 ULMERTON ROAD • SUITE 210 • CLEARWATER • FLORIDA • 33762

VOICE (727) 540-0001 • FAX (727) 540-0027

E-MAIL dcohrs@cohrlaw.com

July 6, 2005

Florida Secretary of State
Division of Corporations
Bureau of Corporate Records
Post Office Box 6327
Tallahassee, FL 32314

RE: Articles of Incorporation of The Gordon Group, P.A.

Dear Sir/Madam:

Enclosed herewith is an original and one copy of the Articles of Incorporation of the above-referenced company. Please file these Articles and return one filed-stamp copy to this office for further handling.

Additionally, enclosed is this firm's check made payable to the Florida Secretary of State in the amount of \$125.00 in payment of the required filing fees.

Should you have any questions with respect to this matter, please do not hesitate to contact us.

Sincerely,



Tammaree J. Reeves
Legal Assistant

TJR
Enclosures

DENIS A. COHRS, P.A.

ATTORNEYS AND COUNSELORS AT LAW

INTERVEST BANK BUILDING • 2575 ULMERTON ROAD • SUITE 210 • CLEARWATER • FLORIDA • 33762

VOICE (727) 540-0001 • FAX (727) 540-0027

E-MAIL dcohrs@cohrlaw.com

July 15, 2005

Florida Secretary of State
Division of Corporations
Bureau of Corporate Records
Post Office Box 6327
Tallahassee, FL 32314

RE: Articles of Incorporation of The Gordon Real Estate Group, P.A.
Your Letter No. 105A00046007
Ref. No: W05000033398

Dear Sir/Madam:

Enclosed herewith is an original and one copy of the corrected Articles of Incorporation which reflects the corrected name from The Gordon Group, P.A. to The Gordon Real Estate Group, P.A. Also enclosed is a copy of your letter requesting said name change. Once the Articles have been filed, please return a file-stamped copy to this office for further handling in the enclosed postage paid return envelope.

Should you have any questions with respect to this matter, please do not hesitate to contact us.

Sincerely,



Tammaree J. Reeves
Legal Assistant

TJR
Enclosures



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

July 12, 2005

DENIS A COHRS, P.A.
ATTN: TAMMAREE J REEVES
2575 ULMERTON ROAD, SUITE 210
CLEARWATER, FL 33762

SUBJECT: THE GORDON GROUP, P.A.
Ref. Number: W05000033398

RECEIVED
05 JUL 19 AM 8:55
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

We have received your document for THE GORDON GROUP, P.A. and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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) 245-6879.

Ruby Dunlap
Regulatory Specialist
New Filings Section

Letter Number: 105A00046007

FILED

2005 JUL 18 AM 7:39

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
THE GORDON REAL ESTATE GROUP, P.A.**

I, the undersigned incorporator, hereby make, subscribe, acknowledge, and file with the Secretary of State of the State of Florida, these Articles of Incorporation for the purpose of forming a professional service corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I

Name and Mailing Address

The name of this corporation shall be:

THE GORDON REAL ESTATE GROUP, P.A.

The address of the principal office and the mailing address of this corporation is:

**2502 Rocky Point Drive, Suite 660
Tampa, Florida 33603**

ARTICLE II

Existence of Corporation

This corporation shall begin existence on date of the filing of theses Articles with the Florida Secretary of State and shall have perpetual existence.

ARTICLE III

Business, Objects or Purposes

The general nature of the business to be transacted by this corporation or the objects or purposes of the corporation shall be as follows:

- (a) To engage solely and specifically in the business of carrying on the general practice of real estate sales, leasing and marketing.
- (b) To own real and personal property reasonably necessary or desirable for the rendering of the above professional services.

ARTICLE IV

Powers

The corporation shall have all such powers as may be necessary or desirable to carry out the business of the corporation, including, but not limited to all those powers enumerated by §607.0302, Florida Statutes (2004), as may be amended from time-to-time.

ARTICLE V

Capital Stock

- (a) The corporation shall have a single class of common stock, all having the same rights and privileges.
- (b) The total number of shares of capital stock authorized to be issued by the corporation shall be 10,000 shares having a par value of \$1.00 per share. Each of the said

shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property, or in labor or services at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be nonassessable.

(c) In the election of directors of this corporation there shall be no cumulative voting of the stock entitled to vote at such election.

ARTICLE VI

Registered Office and Registered Agent

The street address of the corporation's initial registered office is:

**2575 Ulmerton Road, Suite 210
Clearwater, Florida 33762**

and the name of the corporation's initial registered agent at such address is:

Denis A. Cohrs.

The corporation may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 607.0502, Florida Statutes (2004), as may be amended from time-to-time.

ARTICLE VII

Initial Board of Directors

The number of directors constituting the initial Board of Directors shall be one (1), and the name and address of such person who is to serve as the member thereof is as follows:

<u>Name</u>	<u>Address</u>
Kenneth A Gordon	2502 Rocky Point Drive, Suite 660 Tampa, Florida 33603

The number of directors constituting any subsequent Board of Directors shall be determined in accordance with the Bylaws of the corporation and without amendment to these Articles of Incorporation.

ARTICLE VIII

Incorporator

The name and address of each incorporator of this corporation is as follows:

<u>Name</u>	<u>Address</u>
Kenneth A Gordon	2502 Rocky Point Drive, Suite 660 Tampa, Florida 33603

ARTICLE IX

Indemnification

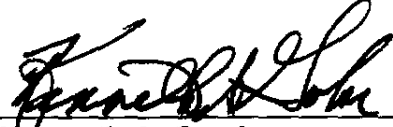
The corporation shall indemnify any officer or director, or former officer or director, to the full extent permitted by Section 607.0850, Florida Statutes (2004), as amended from time-to-time.

ARTICLE X

Amendment of Articles of Incorporation

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, I, the undersigned, have executed these Articles for the uses and purposes therein stated.



Kenneth A. Gordon
Incorporator

Acceptance of Registered Agent

Having been named to accept service of process for the above-named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Section 607.0505, Florida Statutes (2004).

DATED this 30th day of June, 2005.

A handwritten signature in black ink, appearing to read "Denis A. Cohrs", is written over a horizontal line.

Denis A. Cohrs,
Registered Agent