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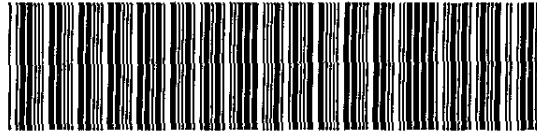
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August 3, 2005

VIA UPS OVERNIGHT

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

Re: Diane Barnett, P.A.

Dear Sir or Madam:

Enclosed please find original and 1 copy of Articles of Incorporation, together with our check for \$78.75, representing the filing fee and Certificate of Status Fee.

Please file the Articles and furnish to me at the above address a Certificate of Status.

Thank you.

Very truly yours,

McRAE LAW FIRM, P.A.



By: _____
Mitchell T. McRae

:mm
Enclosures

**ARTICLES OF INCORPORATION FOR DIANE BARNETT, P.A., A
FLORIDA PROFESSIONAL SERVICE CORPORATION**

The undersigned subscriber to these Articles of Incorporation, being duly licensed to practice as a licensed real estate salesperson under the laws of the State of Florida, adopts these articles to form a corporation under the Professional Service Corporation Act, F.S. Chapter 621, and other laws of the State of Florida.

**ARTICLE I
NAME**

The name of the professional service corporation is: **DIANE BARNETT, P.A.**

**ARTICLE II
NATURE OF BUSINESS**

The professional service corporation is formed to engage in every phase and aspect of the practice of a licensed real estate salesperson. In addition, the corporation may invest the funds of the professional service corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and own real and personal property necessary for the rendering of professional services.

**ARTICLE III
CAPITAL STOCK**

The maximum number of shares of stock with a nominal or par value that this corporation is authorized to have outstanding at anytime, together with the distinguishing characters of each, into which same are divided, and the par value of shares of stock, other than shares which have no par value or nominal value as follows: ONE THOUSAND (1,000) One Dollar (\$1.00) par value shares. None of the shares of

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the professional service corporation may be issued to anyone other than an individual duly licensed to practice as a licensed real estate salesperson in the State of Florida

ARTICLE IV
TERM OF EXISTENCE

This professional service professional service corporation shall have perpetual existence.

ARTICLE V
PRINCIPAL PLACE OF BUSINESS

The initial principal office of this professional service corporation is to be located at:

4130 NE 25th Avenue
Fort Lauderdale, Florida 33308

ARTICLE VI
DIRECTORS

The number of directors of this professional service corporation shall be one (1) initially, but may be increased according to the by-laws adopted by the shareholders.

ARTICLE VII
INITIAL DIRECTORS

The name and address of the first Board of Directors who, subject to the provisions of these Articles of Incorporation, the by-laws of the State of Florida, shall hold office for the first year of this professional service corporation's existence or until her successors are elected and have qualified, are as follows:

DIANE BARNETT - President/Director/Secretary/Treasurer
4130 NE 25th Avenue
Fort Lauderdale, Florida 33308

ARTICLE VIII
AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

ARTICLE IX
RESTRAINT ON ALIENATION OF SHARES

The shareholders of the professional service corporation shall have the power to include in the by-laws, or by separate agreement adopted by a majority of the shareholders of the professional service corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding stock of the professional service corporation by any of its shareholders, or in the event of the death of any of its shareholders. The manner and form, as well as the relevant terms, conditions, and details of the disposition, shall be determined by the shareholders of the professional service corporation; provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice of the provisions unless the existence of the provisions is plainly noted on the certificate evidencing the ownership of such stock. No shareholder of the professional service corporation may sell or transfer stock in the corporation except to another individual who is eligible to be a shareholder of the professional service

corporation, and the sale or transfer may be made only after it has been approved at a shareholder meeting especially called for that purpose. If any shareholder becomes legally disqualified to practice as a licensed real estate salesperson in the State of Florida, is elected to a public office, or accepts employment that places restrictions or limitation on the continuous rendering of such professional services, that shareholder's shares of stock shall immediately become subject to purchase by the professional service corporation in accordance with the by-laws adopted by the shareholders.

ARTICLE X
INCORPORATORS

The name and address of the Incorporator of the professional service corporation is:

Diane Barnett
4130 NE 25th Avenue
Fort Lauderdale, Florida 33308

ARTICLE XI
RESIDENT AGENT

The Resident Agent upon whom service of process is to be made is:

Diane Barnett
4130 NE 25th Avenue
Fort Lauderdale, Florida 33308

IN WITNESS WHEREOF, the undersigned Incorporator has made and executed these Articles of Incorporation at Fort Lauderdale, Florida, for the use and purpose aforesaid.


Diane Barnett, Incorporator

CERTIFICATE OF DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE, NAMING
AGENT UPON WHOM SERVICE MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First that: DIANE BARNETT, P.A., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at the City of Fort Lauderdale, County of Broward, State of Florida, has named:

Diane Barnett
4130 NE 25th Avenue
Fort Lauderdale, Florida 33308

as its agent to accept service of process within the State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated professional service corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.


Diane Barnett, Registered Agent

DATED this 20 day of July, 2005.