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DIVISION OF STATE
TALLAHASSEE FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

Margaret J. Rhodes, P.A.

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8/10/05

**ARTICLES OF INCORPORATION
OF
MARGARET J. RHODES, P.A.**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

THE UNDERSIGNED, acting as sole incorporator of a corporation to be formed under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

FIRST: The name of the corporation (the "Corporation") is:

MARGARET J. RHODES, P.A.

The purpose for which this corporation is formed is to allow the licensee to conduct all business authorized and lawful for the licensee under Part 1 of Chapter 475 (Real Estate Brokers, Sales Associates, etc.) of the Florida Statutes, through this entity.

SECOND: The initial principal office and mailing address [specify both if different] of the Corporation is:

**MARGARET J. RHODES, P.A.
1190 Wahoo Court
Naples, Florida 34102**

THIRD: The aggregate number of shares that the Corporation is authorized to issue is One Thousand (1,000) shares of common stock and the par value of each share shall be one dollar par value (\$1.00). Par value shall have no effect on the Corporation's capital structure.

FOURTH: The street address of the initial registered office of the Corporation is:

**MARGARET J. RHODES, P.A.
1190 Wahoo Court
Naples, Florida 34102**

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

**MARGARET J. RHODES
1190 Wahoo Court
Naples, Florida 34102**

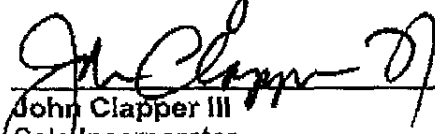
FIFTH: The number of directors constituting the initial Board of Directors of the Corporation is one (1), and the name and address of each person who is to serve as a director of the Corporation until the first annual meeting of the shareholders of the Corporation, or until one or more successors have been elected and qualify, is:

**MARGARET J. RHODES
1190 Wahoo Court
Naples, Florida 34102**

SIXTH: The name and address of the sole incorporator is:

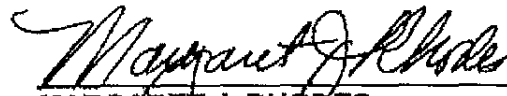
**John Clapper III, Esq.
5147 Castello Drive
Naples, FL 34103**

IN WITNESS WHEREOF, the undersigned, being the sole incorporator herein before named, for the purpose of forming a corporation under the Florida Business Corporation Act, has executed these Articles of Incorporation this 20th day of June, 2005.



John Clapper III
Sole Incorporator

I, **Margaret J. Rhodes**, having been designated to act as registered agent, hereby agree to act in this capacity.



MARGARET J. RHODES
Initial Registered Agent

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