

11/10/2005 10:00 FAX 7278221633

FISHER & SAULS, P.A.

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FLORIDA PROFIT CORPORATION OR P.A.

FREEDOM REALTY, INC.

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Florida Dept of State



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TALLAHASSEE FLORIDA

FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

November 9, 2005

FISHER & SAULS, P.A.

SUBJECT: FREEDOM REALTY, INC.

REF: W05000050489

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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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.

The document number of the name conflict is .

An effective date may be added to the Articles of Incorporation if a 2006 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

If you have any further questions concerning your document, please call (850) 245-6955.

Suzanne Hawkes
Document Specialist
NEW FILINGS

FAX Aud. #: H05000259896
Letter Number: 405A00066948

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STATE
TALLAHASSEE FLORIDA**ARTICLES OF INCORPORATION
OF****FREEDOM REALTORS, INC.**

The undersigned, licensed or otherwise legally authorized to practice real estate by and within the State of Florida, hereby acting as incorporator for the purpose of forming a professional service corporation for profit, by virtue of the provisions of Chapters 621 and 607, Florida Statutes, does hereby adopt the following Articles of Incorporation:

ARTICLE 1: NAME AND MAILING ADDRESS

The name of this Corporation is: FREEDOM REALTORS, INC., and its principal office or mailing address is 6681 B, 121st Avenue North, Largo, Florida 33773.

ARTICLE 2: DURATION

This Corporation shall exist perpetually, commencing as of the date of acceptance and filing of these Articles by the Secretary of State of Florida.

ARTICLE 3: PURPOSE

This Corporation is organized for the following purpose:

(a) To engage in every aspect of the practice of real estate and all of its fields of specialization as are engaged in by realtors in this state.

ARTICLE 4: CAPITAL STOCK

This Corporation is authorized to issue two classes of stock: Class A Voting Common and Class B Non-Voting Common. Said classes of stock shall be identical in all respects except that shareholders owning Class B Non-Voting Common stock shall have no voting rights of any kind or nature whatsoever. Shares of the Corporation's stock and certificates therefor shall be issued only to realtors in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional service as this Corporation. The par value and authorized issue of such classes of stock are as follows:

| | <u>Par Value</u> | <u>Authorized Issue</u> |
|---------------------------|------------------|-------------------------|
| Class A Voting Common | \$.01 per share | 1,000 |
| Class B Non-Voting Common | \$.01 per share | 10,000 |

ARTICLE 5: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 6681 B, 121st Avenue North, Largo, Florida 33773, and the name of the initial registered agent is Rusty L. Jones.

Prepared by:
Peter J. Vasti, Esq.
FBN 0506311
Fisher & Sauls, P.A.
P.O. Box 387
St. Petersburg, Florida 33731
(727) 822-2033

ARTICLE 6: INITIAL BOARD OF DIRECTORS

This Corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by the Bylaws but shall never be less than one. The names and addresses of the initial directors of this Corporation are:

| <u>Name</u> | <u>Address</u> |
|----------------|--|
| Rusty L. Jones | 6681 B, 121 st Avenue North Largo, Florida 33773 |

ARTICLE 7: INCORPORATORS

The name and address of each person signing these Articles is:

| <u>Name</u> | <u>Address</u> |
|----------------|--|
| Rusty L. Jones | 6681 B, 121 st Avenue North Largo, Florida 33773 |

ARTICLE 8: PREEMPTIVE RIGHTS

Each holder of the common stock of this Corporation shall have the first right (subject to adjustments to avoid the issuance of fractional shares) to purchase shares of any other securities that this Corporation may issue from time to time, whether or not such shares are presently authorized, including shares from the treasury of this Corporation, in the ratio that the number of shares of common stock held by such shareholder at the time of issue then bears to the total number of shares of common stock then outstanding. This right is waived by any holder of the common stock who does not exercise it and pay for the stock available for purchase pursuant to such preemptive rights, within 30 days of his receipt of a written notice from this Corporation inviting him to exercise such right.

ARTICLE 9: INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE 10: BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE 11: AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

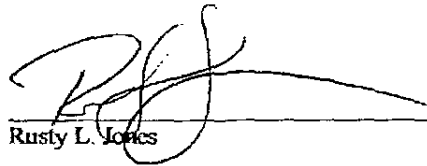
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IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 8th day of November, 2005.

A handwritten signature in black ink, appearing to read "Rusty L. Jones", is written over a horizontal line.

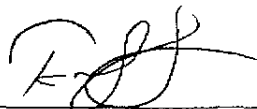
Rusty L. Jones

Incorporator

ACCEPTANCE BY 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 Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process.

Dated: November 8, 2005.



Rusty L. Jones, Registered Agent

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TALLAHASSEE FLORIDA