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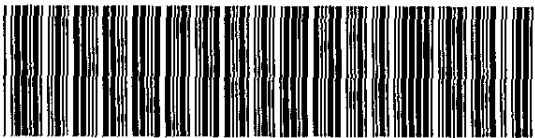
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**STEVEN K. BAIRD, P.A.**

ATTORNEY AT LAW

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SKBPA@CS.com

2006 JAN 18 PM 4:04

STATE  
TALLAHASSEE FLORIDA

January 8, 2006

**Via FedEx**

Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

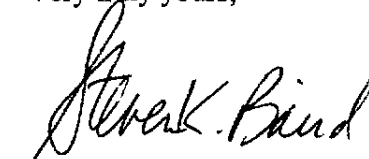
**Re: Winfield Ogden, P.A.**

Ladies and Gentlemen:

Enclosed is an original and one (1) copy of the articles of incorporation for Winfield Ogden, P.A. Also enclosed is our check in the amount of \$78.75 for the filing fees for incorporation and for the registered agent designation, as well as for a certified copy of the articles of incorporation.

Please send the certified copy of the articles to the undersigned.

Very truly yours,

  
Steven K. Baird

cc: Winfield Ogden

**ARTICLES OF INCORPORATION  
OF  
WINFIELD OGDEN, P.A.**

2006 JAN 18 PM 4:24

STATE  
TALLAHASSEE FLORIDA

*The undersigned incorporator, for the purpose of forming a corporation under the Florida Professional Services Corporation Act, hereby adopts the following Articles of Incorporation:*

**ARTICLE I  
NAME**

The name of the professional services corporation shall be Winfield Ogden, P.A.

**ARTICLE II  
PURPOSE**

The purpose of the professional services corporation shall be real estate sales and any and all other businesses and activities permitted by Florida law.

**ARTICLE III  
PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be 1521 Alton Road, #125, Miami Beach, Florida 33139.

**ARTICLE IV  
SHARES**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares of common stock. The shares of stock shall have no par value.

**ARTICLE V  
INITIAL DIRECTOR AND OFFICERS**

Initially the corporation shall have one director, who shall be Winfield Ogden and who shall serve until his successor(s) have been duly elected pursuant to the bylaws of the corporation. Winfield Ogden shall be the initial president, secretary and treasurer of the corporation, and shall so serve until his successor(s) have been duly elected pursuant to the bylaws of the corporation.

**ARTICLE VI  
INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and Florida street address of the initial registered agent and office

are:

Steven K. Baird, P.A.  
5981 N.E. Sixth Avenue  
Miami, Florida 33137


2006 JAN 18 PM 4:54

STATE OF FLORIDA  
TALLAHASSEE FLORIDA

#### ARTICLE VII INCORPORATOR


The name and address of the incorporator filing these Articles of Incorporation are:

Steven K. Baird  
Steven K. Baird, P.A.  
5981 N.E. 6<sup>th</sup> Avenue  
Miami, Florida 33137

  
\_\_\_\_\_  
Steven K. Baird, Incorporator

#### ACCEPTANCE OF REGISTERED AGENT

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

  
\_\_\_\_\_  
Steven K. Baird, Registered Agent  
January 8, 2006