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FLORIDA PROFIT/NON PROFIT CORPORATION

John Countz Wilson, III, P.A.

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**ARTICLES OF INCORPORATION
OF
JOHN COUNTZ WILSON, III, P.A.**

SECRETARY OF STATE
TALLAHASSEE FLORIDA

In compliance with the requirements of Chapters 607 and 621, Florida Statutes, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a Florida business corporation.

**ARTICLE I
Name**

The name of the Corporation shall be JOHN COUNTZ WILSON, III, P.A.

**ARTICLE II
Purpose**

The Corporation shall have the power to engage in every aspect of the general business of real estate marketing. The professional services involved in the Corporation's general business may only be rendered through its members, officers, employees, and agents who are duly licensed or otherwise legally authorized to render such professional services within this state.

**ARTICLE III
Effective Date**

These Articles of Incorporation shall be effective on February 17, 2006.

**ARTICLE IV
Principal Office**

The principal place of business and mailing address of this Corporation shall be 1280 26th Avenue North, Naples, Florida, 34103.

**ARTICLE V
Shares**

The maximum aggregate number of shares that the Corporation shall have authority to issue and to have outstanding at any one time is 1000 shares of Common Stock. Common shares shall be the only class of shares which the Corporation shall have authority to issue.

**ARTICLE VI
Officers**

The affairs of the Corporation shall be administered by the officers as designated in the Bylaws. The officers shall be elected by the Board of Directors and shall serve at the pleasure of the Board of Directors. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

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<u>Title</u>	<u>Name</u>	<u>Address As to All</u>
PRESIDENT:	John Countz Wilson, III	1280 26th Avenue N.
VICE PRESIDENT:	John Countz Wilson, III	Naples, FL 34103
TREASURER:	John Countz Wilson, III	
SECRETARY:	John Countz Wilson, III	

ARTICLE VII
Registered Agent

The registered agent of the Corporation is Naples-Lawdock, Inc. The street address of the Corporation's registered office is 1395 Panther Lane, Suite 300, Naples, Florida, 34109.

ARTICLE VIII
Incorporator

The name and address of the incorporator to these Articles of Incorporation is Frank J. Campoamor, Esquire, 1395 Panther Lane, Suite 300, Naples, Florida, 34109.


ARTICLE IX
Amendment

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

ARTICLE X
Amendment of Bylaws

The Bylaws of the Corporation may be amended by majority vote of either the Directors or the Shareholders. Directors shall be appointed as outlined in the Bylaws.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 22nd day of February, 2006.


Frank J. Campoamor, as Incorporator

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Chapter 607.0501 of the Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is JOHN COUNTZ WILSON, III, P.A.
2. The name and address of the registered agent and office are as follows:


Naples-Lawdock, Inc.
1395 Panther Lane, Suite 300
Naples, Florida 34109

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED in the State of Florida as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept on behalf of Naples-Lawdock, Inc., the appointment as registered agent for John Countz Wilson, III, P.A., and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of the position as registered agent.

Dated: February 22, 2006.

NAPLES-LAWDOCK, INC., a Florida
Corporation

By: 
Susan Kubar, as Vice President

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