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TALLAHASSEE, FLORIDA

**FLORIDA PROFIT/NON PROFIT CORPORATION**

**Jayne Myer Hoffman, P.A.**

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**ARTICLES OF INCORPORATION  
OF  
JAYNE MYER HOFFMAN, P.A.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, as incorporator, forms a Professional Service Corporation within the meaning of Florida Statutes, Chapter 621, and the applicable provisions of Florida Statutes, Chapter 607.

**ARTICLE I - NAME**

The name of the corporation is Jayne Myer Hoffman, P.A. (the "Corporation").

**ARTICLE II - ADDRESS**

The address of the principal office of the Corporation is 610 Oceanfront, Neptune Beach, Florida 32266.

**ARTICLE III - PURPOSE**

The Corporation is organized, and shall be operated, to render "professional services" within the meaning of Florida Statutes, Chapter 621, specifically the rendering of real estate services as carried on by persons licensed in, or otherwise legally authorized to engage in, the rendering of such services in the State of Florida, including (i) engaging in services and activities associated with the listing and sale of real estate, both commercial and residential, as a sales associate; (ii) engaging in any other lawful business, purchasing or otherwise acquiring, and owning, mortgaging, pledging, selling, conveying, assigning, transferring, or otherwise disposing of, and investing in and holding real or personal property, of every kind, and description, and otherwise engaging in any legal business or activity permitted under the laws of the State of Florida and in all other states and countries; (iii) conducting such business in, having one or more offices in, and buying, holding, mortgaging, selling, conveying, leasing or otherwise disposing of real and personal property including franchises, patents, copyrights, trademarks, and licenses in the State of Florida and in other states and countries; (iv) contracting debts and borrowing money, issuing and selling or pledging bonds, debentures, notes and other evidence of indebtedness, and executing such mortgages and transfers of corporate indebtedness as required; (v) purchasing the corporate assets of any other corporation solely offering such professional services; and (vi) guaranteeing, endorsing, purchasing, holding, selling, mortgaging, transferring, pledging, or otherwise acquiring or disposing of the shares of the capital stock of, or any bonds, securities, of any other corporation of the State of Florida or any other state or government, and while owner of such stock exercising all of the rights, powers and privileges of ownership, including the right to vote such stock.

The Corporation shall render its professional services only through its officers, agents and employees who are duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as the Corporation.

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**ARTICLE IV - CAPITAL STOCK**

The Corporation is authorized to issue 1,000 shares of common stock, all of which shall be of the par value of \$1.00 per share.

**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is 610 Oceanfront, Neptune Beach, Florida 32266, and the name of its initial registered agent at such address is Jayne Myer Hoffman.

**ARTICLE VI - INITIAL BOARD OF DIRECTORS**

The number of Directors constituting the initial Board of Directors of the Corporation shall be one, and the name and address of such person who is to serve as member thereof is:

NAME	ADDRESS
Jayne Myer Hoffman	610 Oceanfront Neptune Beach, Florida 32266

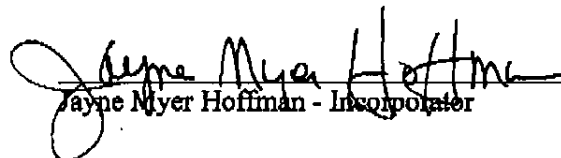
**ARTICLE VII - INCORPORATOR**

The name and address of the Incorporator are Jayne Myer Hoffman, 610 Oceanfront, Neptune Beach, Florida 32266.

**ARTICLE VIII - AMENDMENT**

The Corporation reserves the right to amend, alter, change or repeal any provision contained in its articles of incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 26<sup>th</sup> day of March, 2007.

  
Jayne Myer Hoffman - Incorporator

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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the below named 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 Jayne Myer Hoffman, P.A.
2. The name and address of the registered agent and office are Jayne Myer Hoffman, 610 Oceanfront, Neptune Beach, Florida 32266.

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.

  
Jayne Myer Hoffman - Registered Agent

Date: March 26, 2007

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