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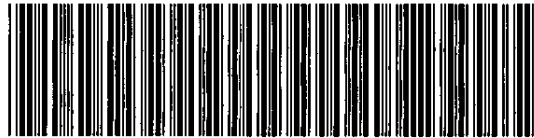
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

[Signature]
12/31

EDWARD GARY MILGRIM
947 Brightwater Circle
Maitland, Florida 32751

December 18, 2007

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Incorporation/Edward Gary Milgrim, P. A.

Gentlemen:

I am enclosing herewith an original and two (2) copies of the Articles of Incorporation for the above named corporation. In addition, a check in the sum of \$87.50 is enclosed which represents the filing fee and the cost of a certified copy of the Articles of Incorporation and a certificate of status.

Please file the original of the enclosed Articles of Incorporation and return a certified copy and certificate of status to the undersigned. If you have any questions, I can be reached at 407-595-7090. Your prompt attention to this matter would be greatly appreciated.

Sincerely,



Edward Gary Milgrim

Enclosure

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
A PROFESSIONAL ASSOCIATION
OF
EDWARD GARY MILGRIM, P. A.**

The undersigned, a natural person, competent and licensed to sell and rent real estate in the State of Florida, acting as incorporator for the purpose of forming a Professional Service Corporation for profit under Florida General Corporation Act, and Section 621, Florida Professional Service Corporation, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

NAME

The name of this Professional Association is EDWARD GARY MILGRIM, P. A.

ARTICLE II

**PRINCIPAL PLACE OF BUSINESS
AND
MAILING ADDRESS OF THE CORPORATION**

The principal place of business and mailing address of the corporation is 947 Brightwater Circle Maitland, Florida 32751.

ARTICLE III

PURPOSE

The purpose is to engage in any activities or business, and to render such services, as permitted under the laws of the United States and the State of Florida for real estate salespersons. The professional services shall be rendered only through its members, officers, employees and agents who are duly licensed or otherwise legally authorized within the State of Florida to render the same professional service as this Professional Association. To invest its funds as permitted in Section 621.08, Fla. Statutes or as amended.

ARTICLE IV

CAPITAL STOCK

The Professional Association is authorized to issue 1,000 shares, all of one class, at \$1.00 par value. Shares of the

Professional Association's stock and certificates shall be issued only to real estate brokers and salespersons in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this Professional Association.

V

INITIAL BOARD OF DIRECTORS

This Professional Association shall have one (1) Director initially. The number of Directors may be either increased or decreased from time to time by an amendment of the Bylaws of the corporation in the manner provided by in the Bylaws, but shall never be less than one (1).

The name and address of the initial Director of this Professional Association is:

EDWARD GARY MILGRIM
947 Brightwater Circle
Maitland, Florida 32751

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The name and address of the registered agent and registered office of this Professional Association shall be as follows:

EDWARD GARY MILGRIM
947 Brightwater Circle
Maitland, Florida 32751

ARTICLE VII

INCORPORATOR

The name and address of the Incorporator signing these Articles of Incorporation is:

EDWARD GARY MILGRIM
947 Brightwater Circle
Maitland, Florida 32751

ARTICLE VIII

EFFECTIVE DATE OF INCORPORATION

This Professional Association shall be deemed to have come into existence on the later of the date of filing or January 1,

2008.

ARTICLE IX

DURATION

The period of its duration is perpetual.

ARTICLE X

DIRECTORS' AUTHORITY TO FIX COMPENSATION

Directors shall have authority to fix the compensation of the officers of this Professional Association.

ARTICLE XI

SEVERANCE AND TERMINATION OF EMPLOYMENT

If any Officer, Director, Stockholder, Agent or Employee of this Professional Association becomes legally disqualified to render the professional services for which the Professional Association is organized, or accepts employment that places restrictions or limitations on their continued rendering of such professional services, such individual shall forthwith sever all employment with the Professional Association, and shall not thereafter participate or share directly or indirectly, in any earnings or profits realized by the Professional Association. The Professional Association shall, forthwith, upon such disqualification of any Shareholder, purchase such Shareholder's shares and pay them all accounts owing and lawfully due to them by the Professional Association, except that such shares shall not be entitled to dividends.

ARTICLE XII

DIRECTOR CONFLICT OF INTEREST

A. No contract or other transaction between the Professional Association and one or more of its Directors, or between the Professional Association and any other corporation, firm, association, or other entity, in which one or more of its Directors are directors or officers, or are financially interested, shall either be void or voidable for this reason alone or by reason alone that such Director or Directors are present at the meeting of the Board of Directors or of a committee thereof which approves such contract or transaction, or that their votes are counted for such purpose:

1. if the fact of such common directorship, officership or financial interest is disclosed or known to the board or committee, and the board or committee approves such contract or transaction by vote sufficient for such purpose

without counting the vote or votes of such interested Director or Directors; or

2. if such common directorship, officership, or financial interest is disclosed or known to the Shareholders entitled to vote thereon, and such contract or transaction is approved by vote of the Shareholders; or

3. if the contract or transaction is fair and reasonable as to the Professional Association at the time it is approved by the board, a committee or the shareholders.

B. Common or interested Directors may be counted in determining the presence of a quorum at a meeting of the board of directors or of a committee which approves such contract or transaction.

ARTICLE XIII

INDEMNIFICATION

The Professional Association shall indemnify any Officer, Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE XIV

SHAREHOLDERS QUORUM AND VOTING

A majority of the shares entitled to vote, represented in person or proxy, shall constitute a quorum at a meeting of Shareholders. If a quorum is present, the actions by the Shareholders will be approved if the affirmative or "yes" votes exceed the negative or "no" votes.

ARTICLE XV

REMOVAL OF DIRECTORS

At a meeting of Shareholders called expressly for that purpose, any one Director or the entire Board of Directors may be removed, with or without cause, by a vote of a majority of the shares then entitled to vote at an election of the Board of Directors.

ARTICLE XVI

INFORMAL ACTION OF DIRECTORS

If all the Directors severally or collectively consent in writing to any action taken or to be taken by the Professional Association, and the writing evidencing their consent are filed with the Secretary of the Professional Association, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE XVII

AMENDMENT OF ARTICLES

The power to adopt, alter, amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, shall be vested in the Board of Directors and Stockholders provided that such amendment be in compliance with the laws of Florida governing a Florida corporation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 18th day of December, 2007.



EDWARD GARY MILGRIM
Sole-Incorporator

THE UNDERSIGNED hereby accepts the office of registered agent,



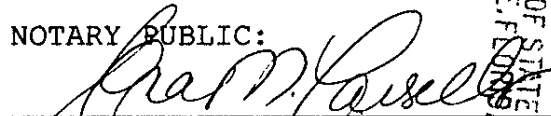
EDWARD GARY MILGRIM
Registered Agent

Date: December 18, 2007

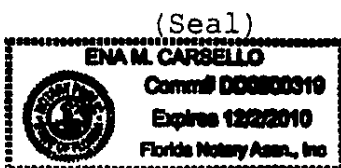
STATE OF FLORIDA
COUNTY OF SEMINOLE

The foregoing instrument was acknowledged before me this 18th day of December, 2007, by EDWARD GARY MILGRIM, who is personally known to me or who has produced _____ as identification and who did take an oath.

NOTARY PUBLIC:



State of Florida
ENA M. CARULLO (Printed Name)



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