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2/19/2013

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

AUDIT NO. H13000038928 3

13 FEB 21 AM 10:37

**ARTICLES OF INCORPORATION
OF
REBECCA E. FOSTER, P.A.**

By these Articles of Incorporation the undersigned incorporator, a natural person competent to contract, and who is licensed or otherwise legally authorized to render the professional services of a licensed Real Estate Sales Associate, associates herself to form a professional services corporation under Chapter 621 (Professional Service Corporation and Limited Liability Company Act) and Chapter 607 (Florida Business Corporation Act) of the laws of the State of Florida.

ARTICLE 1

The name of the corporation is Rebecca E. Foster, P.A.

ARTICLE 2

This corporation may engage in each and every aspect of the business of a licensed Real Estate Sales Associate in the State of Florida, but only through its officers, employees and agents who are duly licensed or otherwise legally authorized to render such professional services, and to engage in any other activity permitted from time to time for professional service corporations.

ARTICLE 3

The duration of existence of the corporation is perpetual.

ARTICLE 4

The street address of the initial principal office of the corporation is:

Downing-Frye Realty, Inc.
180 Ninth Street South #300
Naples, FL 34102

The mailing address of the corporation is:

3028 Olde Cove Way
Naples, FL 34119

Prepared by:
Robert D. Royston, Jr., Esq.
Fla. Bar No. 33496

COSTELLO, ROYSTON & WICKER, LLP
P.O. Drawer 60205, Fort Myers, FL, 33906
(239) 939-2222 (voice) (239) 939-2280 (facsimile)

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ARTICLE 5

The aggregate number of shares that the corporation shall have authority to issue is One Thousand (1000) shares. All such shares shall be of a single class, designated as common, and shall be of \$1.00 par value. All common shares shall be identical with each other in every respect. The holders of common shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote. No shares shall be issued to anyone other than a professional corporation, a professional limited liability company, or an individual who is duly licensed or otherwise legally authorized to render the professional services of a licensed Real Estate Sales Associate in the State of Florida.

ARTICLE 6

The number of directors of the corporation shall be fixed by the bylaws of the corporation. The initial board of directors shall consist of one (1) director whose name and address are as follows:

Name	Address
Rebecca E. Foster	3028 Olde Cove Way Naples, FL 34119

ARTICLE 7

The corporation shall indemnify to the fullest extent permitted by the Professional Service Corporation and Limited Liability Company Act its officers and directors.

ARTICLE 8

To the fullest extent permitted by law, a director of the corporation shall have no personal liability to the corporation or its shareholders for monetary damages for conduct as a director; provided that this Article does shall not eliminate the liability of a director for any act or omission for which such elimination of liability is not permitted under the Florida Business Corporation Act or under the Professional Service Corporation and Limited Liability Company Act. No amendment to that Act, or amendment of these articles of incorporation, that further limits the acts or omissions for which elimination of liability is permitted, shall adversely affect any right or protection of a director for any act or omission occurring prior to such amendment. If the Florida Business Corporation Act or the Professional Service Corporation and Limited Liability Company Act are amended to further limit or eliminate liability of a director, then a director of the corporation shall not be liable for any such act or omission to the fullest extent permitted by law after such amendment.

ARTICLE 9

The officers of the Corporation shall be determined by the Bylaws. The initial officers of the corporation shall be:

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Name

Rebecca E. Foster

Office:

President, Secretary & Treasurer

ARTICLE 10

The initial registered agent of the corporation and the street address of the corporation's initial registered agent are:

Name

John M. Wicker, Esq.

Street Address

Costello, Royston & Wicker, P.A.
12670 New Brittany Blvd., Suite 101
Fort Myers, FL 33907

ARTICLE 11

The name and address of the incorporator of the corporation is:

Name

Rebecca E. Foster

Street Address

3028 Olde Cove Way
Naples, FL 34119

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the 20th day of February, 2013.



Rebecca E. Foster,
Incorporator

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ARTICLE 12ACCEPTANCE OF DUTIES OF REGISTERED AGENT

Having been named to act as Registered Agent to accept service of process for the above named Corporation, at the place designated in these Articles of Incorporation, and being familiar with the obligations of this position, I hereby accept the duties of registered agent, agree to act in this capacity, and I further agree to comply with the provisions of Florida law relative to the proper and complete performance of my duties.

IN WITNESS WHEREOF, the undersigned Registered Agent has executed this Acceptance of Duties of Registered Agent on the 21st day of FEBRUARY, 2013.



John M. Wicker, Esquire,
Registered Agent

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