

P9500001756

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

SUBJECT: THE PARTNERS REFERRAL GROUP, INC. &
SECURITY REAL ESTATE INVESTMENTS & FUNDING, INC.

Enclosed is an original and one (1) copy of the articles of incorporation and a check in the amount of One Hundred Forty Dollars (\$140.00).

From & Return To:

R.A. "Rick" Shiarla
E.P. One Corporation
d/b/a Expert Paralegals
301 S. Milwee Street
Longwood, Florida 32750
(407) 339-0019

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ARTICLES OF INCORPORATION
OF
THE PARTNERS REFERRAL GROUP, INC.

The undersigned incorporator, for the purpose of forming a corporation pursuant to the provisions of the "Florida Business Corporation Act", hereby adopt(s) the following Articles of Incorporation:

ARTICLE ONE - NAME

The name of the corporation shall be: THE PARTNERS REFERRAL GROUP, INC.

ARTICLE TWO - PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation shall be:

2603 Maitland Center Parkway
Suite C
Maitland, Florida 32751

ARTICLE THREE - PURPOSE

The purpose(s) for which the corporation is organized shall be:

The transaction of any or all lawful purposes for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE FOUR - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

<u>Class</u>	<u>Par Value</u>	<u>Number</u>
Common	N/A	1000

ARTICLE FIVE - INITIAL REGISTERED AGENT

The name and address of the initial registered agent and its registered office are:

Registered Agent: Melvin L. Stevens, Jr.
Registered Office: 2603 Maitland Center Parkway
Suite C
Maitland, Florida 32751

ARTICLE SIX - INITIAL DIRECTOR(S)

The number of directors constituting the initial Board of Directors of the corporation is one, and the name and the address of the person who is to serve as a director until the first meeting of shareholders or until his successor is elected and qualified is:


Melvin L. Stevens, Jr.
2603 Maitland Center Parkway
Suite C
Maitland, Florida 32751

ARTICLE SEVEN - INCORPORATOR(S)

The name and address of the incorporator to these Articles of Incorporation is:

Melvin L. Stevens, Jr.
2603 Maitland Center Parkway
Suite C
Maitland, Florida 32751

The undersigned incorporator hereby declares, under the penalties of perjury, that the statements made in the foregoing Articles of Incorporation are true. The undersigned has executed the Articles of Incorporation this 8th day of December 1994.


Melvin L. Stevens, Jr.
(signature of incorporator)

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT & REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT AND REGISTERED OFFICE, IN THE STATE OF FLORIDA.


1. The name of the corporation is:

The Partners Referral Group, Inc.

2. The name and address of the registered agent and office is:

Melvin L. Stevens, Jr.
2603 Maitland Center Parkway
Suite C
Maitland, Florida 32751

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 to 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.


Melvin L. Stevens, Jr.
(signature of registered agent)

12/20/94

(Date)