

TRANSMITTAL LETTER

P95000063279

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

7000015550557
-09/14/95--01057--010
****122.50 ****122.50

SUBJECT: 1-800-FL-VILLA/Brenner, Brenner & Associates, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
05 AUG 14 PM 12:03
FILED

FROM: Robert Brenner
Name (printed or typed)

915 Grain Exchange Building

Address

400 South Fourth Street

Minneapolis, Minnesota 55415

City, State & Zip

(612) 333-7888

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

95 AUG 14 09 16
ALL ARTICLES MUST BE
FILED WITH THE STATE

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

1-800-FL-VILLA/Brenner, Brenner & Associates, Inc.

ARTICLE II PRINCIPAL OFFICE

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

3240 South Shore Drive, Suite 43-C
Punta Gorda, Florida 33955

ARTICLE III SHARES

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

2000 Shares (1000 voting shares and 1000 non-voting shares)

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Scott Brenner
3240 South Shore Drive, Suite 43-C
Punta Gorda, Florida 33955

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Robert J. Brenner
915 Grain Exchange Building
400 South Fourth Street
Minneapolis, Minnesota 55415

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

3rd day of August, 19 95.



Signature

Signature

Signature

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

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

FILED
35 AUG 14 10 21 AM
ALLIANCE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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: 1-800-FL-VILLA/Brenner, Brenner & Associates, Inc.

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

Scott Brenner

(NAME)

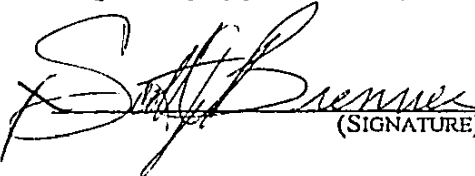
3240 South Shore Drive, Suite 43-C

(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Punta Gorda, Florida 33955

(CITY/STATE/ZIP)

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.


(SIGNATURE)

X 8/8/95
(DATE)