

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607
904-222-0301

800-342-8086

P96000047027



PROFESSOR HALL
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 0721000000032

REFERENCE : 974828 6471A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : June 4, 1996

ORDER TIME : 9:09 AM

ORDER NO. : 974828

CUSTOMER NO: 6471A

CUSTOMER: Ms. Denise Acosta
MATEER HARBERT & BATES, P A

P O Box 2854

Orlando, FL 32802-2854

100001849881
-06/04/96--01003--022
****122.50 ****70.00

FILED
RECEIVED
96 JUN -4 PM 12:22
DIVISION OF CORPORATIONS

DOMESTIC FILING

NAME: WILLIAM E. DUNCAN, P.A.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Victoria L. Perez

EXAMINER'S INITIALS:

RECEIVED
96 JUN -4 AM 10:24
DIVISION OF CORPORATION

CP
6/4/96

ARTICLES OF INCORPORATION
OF

WILLIAM E. DUNCAN, P.A.

THE
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JUN -6 PM 12: 22

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, and duly licensed to practice as a Realtor Salesperson in the State of Florida, hereby forms a professional corporation under the Professional Service Corporation and Limited Liability Company Act, Florida Statutes, Chapter 621, and other laws of the State of Florida.

ARTICLE I - NAME & PRINCIPAL OFFICE

The name of this Corporation is WILLIAM E. DUNCAN, P.A. and its initial principal office is located at 914 Rangeline Road, Longwood, Florida 32750.

ARTICLE II - NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is:

To engage in every phase and aspect of the business of rendering the same professional services to the public that a Realtor Salesperson, under the laws of the State of Florida, is authorized to render, but such professional services shall be rendered only through officer, employees, and agents who are duly licensed to practice under the laws of the State of Florida.

To render Realtor Salesperson services as a subagent of a licensed Real Estate Broker.

To invest the funds of this corporation in real estate, mortgages, stocks, bonds, and any other type of investment, and to own real and personal property necessary for the rendering of professional Realtor Salesperson services.

To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objectives or the furtherance of any of the purposes enumerated in these Articles of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of the corporation, and in general, either along or in association with other corporations, firms, or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purposes or the attainment of the objectives of this corporation.

The foregoing paragraphs shall be construed as enumerating both objectives and purposes of this corporation; and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of this corporation otherwise permitted by law.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of common stock having a par value

of \$1.00 per share. None of such shares of the corporation may be issued to anyone other than an individual duly licensed as a Realtor Salesperson in Florida.

ARTICLE IV - DURATION

This Corporation shall have perpetual existence.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 225 E. Robinson Street, Suite 600, Orlando, Florida 32801, and the name of the initial registered agent of this corporation is Kurt E. Thalwitzer, Mateer & Harbert, P.A.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director constituting the initial Board of Directors. The number of Directors may be increased or decreased from time to time by the bylaws, however there shall never be less than one director nor more than five. The name and address of the initial Director of the corporation is:

William E. Duncan
914 Rangeline Road
Longwood, Florida 32750

ARTICLE VII - SUBSCRIBERS

The name and address of the subscriber of these Articles of Incorporation is as follows:

William E. Duncan
914 Rangeline Road
Longwood, Florida 32750

ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the shareholders.

IN WITNESS WHEREOF, the undersigned subscriber to these Articles of Incorporation, has set his hand and seal this 28 day of May, 1996.


William E. Duncan

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me on May 30, 1996, by William E. Duncan, as Subscriber of William E. Duncan, P.A., a Florida corporation, on behalf of the corporation. He is personally known to me or has produced _____ (type of identification) as identification.

Name: M. O. Tubbs
Notary Public - State of Florida

(AFFIX NOTARY SEAL)

My Commission Expires:



M. O. TUBBS
MY COMMISSION # CC440089 EXPIRES
March 10, 1999
BONDED THRU TROY FARM INSURANCE, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING THE AGENT UPON
WHOM PROCESS MAY BE SERVED

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

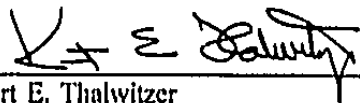
96 JUN -4 PM 12:22

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance
with said Act:

That William E. Duncan, P.A., desiring to organize under the laws of the State of Florida,
with its principal office, as indicated in the Articles of Incorporation at Longwood, Seminole
County, State of Florida, has named Kurt E. Thalwitzer, Mateer & Harbert, P.A. as its agent to
accept service of process within the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the
place designated in this Certificate, I hereby agree to act in this capacity, and agree to comply with
the provisions of said Act relative to keeping open said office.


Kurt E. Thalwitzer
(Registered Agent)