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July 26, 1996

Department of State
Division of Corporations
409 E. Gaines, St.
Tallahassee, Florida 32314

RE: Incorporation of RE/MAX HOMETOWN II, INC.

70000190857
-07/30/96--01151--016
***122.50 ***122.50

Dear Sir/Madam:

Enclosed please find the following:

- 1) Original and one (1) copy of the Articles of Incorporation of the above captioned corporation containing the Registered Agent Designation and Acceptance
- 2) A check in the amount of \$122.50 made payable to your order, representing the following fees:

Filing Fee	\$35.00
Certificate Under Seal	\$52.50
Registered Agent Designation	\$35.00

Total Enclosed \$122.50


Please return copies of the Certificate Under Seal and clocked in Articles of Incorporation once registered. A return envelope is enclosed for your convenience.

Thank you in advance for your immediate attention to this matter, I remain,

JUL 31 1996

BSB

Very truly yours,


Stuart M. Slutsky

96 JUL 30 PM 5:03
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosure

ARTICLES OF INCORPORATION
OF
RE/MAX HOMETOWN II, INC.

FILED
96 JUL 30 PM 5:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator (s), for the purposes of forming a Corporation under the Florida Business Corporations Act, hereby adopt (s) the following Articles of Incorporation:

ARTICLE I: NAME AND PRINCIPAL ADDRESS

The name of the corporation shall be RE/MAX HOMETOWN II, INC. The principal address of the corporation will be 18247 Pines Boulevard, Pembroke Pines, Florida 33029.

ARTICLE II: DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III: PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under Florida law.

ARTICLE IV: SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares at \$1.00 par value.

ARTICLE V: REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 55 Weston Road, Suite 103, Fort Lauderdale, Florida 33326 and the name of the initial registered agent at that address is MELVIN KOSNOFF.

ARTICLE VI: INCORPORATORS

The name and address of each person signing these Articles is:

NAME
MELVIN KOSNOFF

ADDRESS
55 Weston Road, Suite 103
Fort Lauderdale, Florida 33326

ARTICLE VII: INDEMNIFICATION

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

ARTICLE VIII: AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 29th day of July 1996.


MELVIN KOSNOFF
Incorporator

**Certificate Designating Place of Business or Domicile for
the Service of Process within this State and Naming Agent
upon whom Process may be Served**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That RE/MAX HOMETOWN II, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 55 Weston Road, Suite 103, Fort Lauderdale, Florida 33326, has named MELVIN KOSNOFF, located at 55 Weston Road, Suite 103, Fort Lauderdale, Broward County, Florida 33326, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

I hereby certify that I am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Registered Agent

By:


MELVIN KOSNOFF

7/29/96
Date

FILED
96 JUL 30 PM 5:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA