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NEW FILINGS	AMENDMENTS	38.88		
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ARTICLES OF INCORPORATION

DIVINION FILED

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OF

CAPITAL CITY REALTY GROUP, INC.

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby, for the purpose of forming a corporation under the laws of the State of Florida, adopt the following Articles of Incorporation for such corporation:

ARTICLE ONE: NAME

The name of this corporation is: Capital City Realty Group, Inc.

ARTICLE TWO: DURATION

The corporation is to exist perpetually.

ARTICLE THREE: NATURE OF BUSINESS

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

1. To engage in the business of real estate brokerage representing buyers and sellers as to the purchase, lease, exchange, hiring, or otherwise acquiring lands with or without buildings thereon, or any interest therein, whatsoever and wheresoever situated; to erect, construct, rebuild, enlarge, alter, improve, maintain, manage, and operate houses, buildings, or other works of any description on lands owned or leased by the corporation, or upon any other lands; to sell, lease, sublet, mortgage, exchange, or otherwise dispose of any of the lands or any interest therein, or any houses, buildings, or other works owned by the corporation. To buy, sell, lease, mortgage, exchange, manage, operate and deal in lands or interest in lands, houses, buildings, or other works; and to purchase, acquire, hold, exchange, pledge, hypothecate, sell, deal in, and dispose of tax liens and transfers of tax liens on real estate or own interests in entities having similar or

related purposes

- To make, enter into, perform, and carry out contracts for constructing, building, altering, improving, repairing, decorating, maintaining, furnishing, and fitting up buildings, tenements, and structures of every description, and to advance money to enter into agreements of all kinds with builders, contractors, property owners, and others for said purpose.
- To acquire by purchase, lease, or otherwise, improve and develop real property. The erect dwellings, apartment houses, and other buildings, private or public, of all kinds and to sell of lease the same. To lay out, grade, pave, and dedicate roads, streets, avenues, highways, alleys, courts, paths, walks, parks and playgrounds. To buy, sell, mortgage, exchange, lease, let, hold for improvement or otherwise, use and operate, real property of all kinds, improved or unimproved, and any right or interest therein.
- 4. To engage in the business of erecting or latering under contract or otherwise, houses, churches, school houses, office buildings, manufacturing plants, public buildings, and all other buildings of whatsoever name or nature; to make estimates on and bid for the construction of such buildings and do every act and thing commonly done by building contractors; to buy and sell building materials and to enter into contracts for the wrecking of buildings.
- 5. To borrow money and, from time to time, to make, accept, endorse, execute, and issues bonds, debentures, promissory notes, bills of exchange and other obligations of the corporation for monies borrowed or payment for property acquired and for any of the other objects or purposes of the corporation or its business, and to secure the payment of any such obligations by mortgage, pledge, deed, indenture, agreement, or other instrument of trust, or by other lien upon, assignment of, or agreement in regard to all or any part of the property, rights, or privileges, of the corporation wherever situated, whether now owned or hereinafter acquired.
- 6. To acquire by purchase, exchange or otherwise, all or any part of, or any interest in, the property, assets, business and good will of any one or more corporations, associations, partnerships, either general or limited, firms, syndicates or individuals, engaged in any business which this corporation is authorized to carry on; to pay for the same in cash, property of its own, or other securities, to hold, operate, reorganize, liquidate, mortgage, pledge, sell, exchange, or in any manner dispose of the whole or any part thereof; and, in connection therewith, to assume or

guarantee performance of any liabilities, obligations, or contracts of corporations, associations, partnerships, firms, syndicates, or individuals, and to conduct in any lawful man ier, the whole or any part of any business thus acquired.

7 To engage in any other lawful activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE FOUR: CAPITAL STOCK

The total number of shares of stock which the corporation shall have authority to issues is five hundred (500) shares, which shall be all of the same class at a par value of one dollar (\$1.00) per share.

ARTICLE FIVE: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is: 133-8 Oak Street, Tallahassee, Florida 32301. The registered agent at the above address is Katherine G. Sharples. The principal place of business is the same as the registered office.

ARTICLE SIX: DIRECTORS

The corporation shall have one director initially. The number of directors may be either increase or diminished from time to time by the by-laws, but shall never be less than one. The name and address of the initial director of this corporation is:

Katherine G. Sharples 133-8 Oak Street Tallahassee, Florida 32301

ARTICLE SEVEN: BY-LAWS

The stockholders shall be authorized to adopt by-laws, including therein a provision for

replacement of lost of destroyed stock certificates and for a lien upon its stock for stockholders' indebtedness to the corporation, such by-laws not to be inconsistent with the laws of the State of Florida, and including a provision that the by-laws may be amended, altered or repealed by the Board of Directors or the shareholders of this corporation and a provision that the shareholders, by agreement, may restrict the transfer of encumbrance of any and all of the stock of this corporation.

ARTICLE EIGHT: AMENDMENTS TO ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended in the manner provided by law. Every amendment proposed shall be approved by the shareholders at a meeting thereof by a majority of the stockholders entitled to vote thereon, unless all of the shareholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS THEREOF, the undersigned subscriber has executed these Articles of

Incorporation, this // day of October, 1996.

KATHERINE G. SHARPLES

STATE OF FLORIDA COUNTY OF LEON

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth, personally appeared Katherine G. Sharples, personally known to me and known to the person who executed the foregoing Articles of Incorporation.

IN WITNESS THEREOF, I have hereunto set my hand and official seal in the State and County aforesaid this _/8 day of October, 1996.

NOTARY PUBLIC

Tara L. Coller
MY COMMUSSION # CC537929 EXPIRES
June 15, 2000
BONDET THRU THOY FAIN RISURANCE, INC.

My Commission Expires:

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

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:	CAPITAL CITY REALTY GROUP, INC.
2.	The name and address of the regist	ered agent and office is:
	KATHERIN	E G. SHARPLES (NAME)
	133-8 OA (P.O. Box	K STREET or Mail Drop Box <u>NOT</u> acceptable)
	TALLAHAS	SEE, FLORIDA 32301 (City/State/Zip)
coi agi reli	rporation at the place designated in ent and agree to act in this capacity	gent and to accept service of process for the above stated this certificate, I hereby accept the appointment as registered v. I further agree to comply with the provisions of all statutes formance of my duties, and I am familiar with and accept the d agent.