

996000086990

OCTOBER 16, 1996

David Pransky
3300 Port Royal Dr.
Suite 244
Ft. Lauderdale, Fl. 33308

State of Florida
Division of Incorporation
P.O. Box 6327
Tallahassee, Fl. 32314

EFFECTIVE DATE
10-25-96

800001982658--7
-10/22/96--01066--002
*****78.50 *****78.50

Dear Sir:

Enclosed find money order in the amount of Seventy- Eight Dollars and Fifty Cents (78.50). Also find Articles of Incorporation for DAVID PRANSKY, P.A.. Please process and send certificate to the above address.

THANK-YOU

Theodore P. Wood

Theodore P. Wood

for

David Pransky

EX 22 1996

ARTICALS OF INCORPORATION
FOR
DAVID PRANSKY, P.A.

FILED
96 OCT 21 AM 11:18

EFFECTIVE DATE
10-25-96

ARTICAL I

NAME

The name of this corporation is David Pransky, P.A..

ARTICAL II

PURPOSE

This corporation is organized for the purpose of engaging in the business of real estate sales and services, and any other activity or business permitted under the laws of the United States and the State of Florida.

ARTICAL III

CAPITAL STOCK

The amount of capital stock authorized by these Articals of Incorporation, being the maximum shares of stock which the corporation is authorized to issue and to have outstanding at any time shall be One Thousand (1000) shares of common stock.

The common stock shall have the following characteristics:

- (a) Par Value shall be One Dollar (\$1.00) per share.
- (b) At all meetings of stockholders, the common stockholders shall be entitled to cast One (1) vote for each share of common stock owned. That a common stockholder is interested in a matter to be voted upon shall not disqualify him from voting thereon.
- (c) Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the common stock.

ARTICAL IV

TERM OF EXISTENCE

This corporation shall have perpetual existence commencing on the 25th day of October, 1996.

ARTICAL V

INITIAL REGISTERED OFFICE AND AGENT

PRINCIPLE OFFICE

The street address of the initial registered office and principle office of this corporation is 3300 Port Royal Drive, Suite 244, Fort Lauderdale, Florida 33308, in the County Of Broward. The name of the initial registered agent of this corporation at that address is Theodore P. Wood.

The Board of Directors may, from time to time, change the street and office address of the corporation as well as the location of its principle office.

ARTICAL VI

INITIAL BOARD OF DIRECTORS

This corporation shall have One (1) director, initially. The number of directors may be increased or diminished, from time to time, by the By-Laws, but shall never be less than One (1).

The name and address of the initial director of this corporation is:

David Pransky
3300 Port Royal Dr.
Suite 244
Ft. Lauderdale, Fl. 33308

ARTICAL VII

RESTRICTIONS ON TRANSFER OF STOCK

No common stock shall be sold or transfered by any stockholder to any other person or persons unless such shares are first offered to the remaining stockholders, if any, of this corporation. The price and terms upon which and the time within which such shares shall be offered and sold shall be further specified by written agreement among all the stockholders of this corporation.

ARTICAL VIII

AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner provided by law.

ARTICAL IX

INCORPORATORS

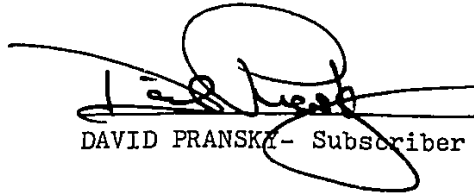
David Pransky

3300 Port Royal Dr.

Suite 244

Ft. Lauderdale, Fl. 33308

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articales of Incorporation this 16 day of October, 1996.


DAVID PRANSKY - Subscriber

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

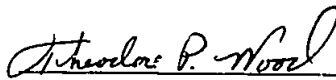
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96 OCT 21 AM 11:19
CLERK
FLORIDA

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

FIRST-- That David Pransky, P.A., desiring to organize under the laws of the State of Florida with its principle office indicated in these Articles of Incorporation, in the County of Broward, State of Florida, has named Theodore P. Wood, located 3300 Port Royal Drive, Suite 244, Fort Lauderdale, Florida 33308, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

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



THEODORE P. WOOD- Resident Agent