

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607
904-222-0171
904-222-0193 FAX

000-342-8086



P960000 88594

ACCOUNT NO. : 072100000032

REFERENCE : 134084 6258A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : October 28, 1996

ORDER TIME : 9:50 AM

ORDER NO. : 134084-005

CUSTOMER NO: 6258A

400001987164--5
-10/28/96--01045--017
*****70.00 *****70.00

CUSTOMER: Dennis P. Cronin, Esq
BOND SCHOENECK & KING, P.A.

Suite 107
1167 Third Street South
Naples, FL 339407098

DOMESTIC FILING

NAME: BRENTWOOD REALTY GROUP, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: W. Charles Earnest

EXAMINER'S INITIALS:

FILED
56 OCT 28 PM 1:36
TALLAHASSEE, FLORIDA

R96-4957
Dmc
10/28/96
56 OCT 28 PM 1:37
RECEIVED
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
BRENTWOOD REALTY GROUP, INC.

FILED

96 OCT 28 PM 1:36

TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

Article 1. Name.

The name of the Corporation is: BRENTWOOD REALTY GROUP, INC.

Article 2. Duration.

The duration of the Corporation is perpetual.

Article 3. Purpose.

The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

Article 4. Capital Stock.

The aggregate number of shares which the Corporation is authorized to issue is 7500 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

Article 5. Initial Registered Office and Agent.

The street address of the initial Registered Office of the Corporation is 1167 Third Street South, Suite 107, Naples, Florida 34102, and the name of its initial Registered Agent at that address is Dennis P. Cronin, Esquire.

Article 6. Principal Office.

The address of the principal office of the Corporation is 5415-A Jaeger Road, Naples, Florida 34109.

Article 7. Initial Board of Directors.

The number of Directors constituting the initial Board of Directors is three (3). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The name and address of each initial Director of the Corporation is as follows:

William Fruecht
President

5415-A Jaeger Road
Naples, Florida 34109

Arthur Shafran
Secretary/Treasurer

5415-A Jaeger Road
Naples, Florida 34109

Article 8. Incorporators.

The name and address of each Incorporator is as follows:

William Fruecht
President

5415-A Jaeger Road
Naples, Florida 34109

Arthur Shafran
Secretary/Treasurer

5415-A Jaeger Road
Naples, Florida 34109

Article 9. Amendment.

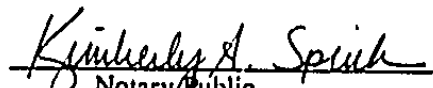
The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation
on this 24th day of October, 1996.

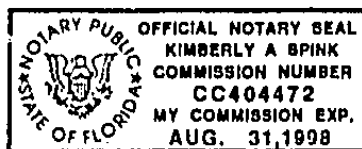

WILLIAM FRUECHT

STATE OF FLORIDA)
) ss.
COUNTY OF COLLIER)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State
aforesaid and in the County aforesaid to take acknowledgments, personally appeared William
Fruecht, who is personally known to me to be the person described in and who executed the
foregoing Articles of Incorporation, *who produced his Fl. driver's license as*
identification
WITNESS my hand and official seal in the County and State last aforesaid this 24th day
of October, 1996.


Notary Public
Printed Name _____

My commission expires:



(NOTARY SEAL)

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of BRENTWOOD
REALTY GROUP, INC. which is contained in the foregoing Articles of Incorporation.

DATED this 17th day of October, 1996.


DENNIS P. CRONIN, Registered Agent

FILED
96 OCT 28 PM 0086
TALLAHASSEE, FLORIDA