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December 18, 1996

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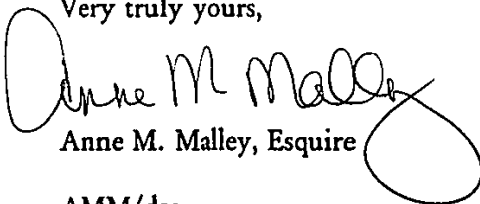
Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, Florida 32399

Gentlemen:

Enclosed please find the Articles of Incorporation for Realty Affiliates Incorporated. Also enclosed is a check in the sum of \$122.50 for the filing fee of the Articles, Registered Agent Designation, and a Certified copy of the Articles.

If you have any questions regarding the filing of the enclosed documentation, please do not hesitate to call me.

Very truly yours,


Anne M. Malley, Esquire

AMM/dsg

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

nc 12/26/96

**ARTICLES OF INCORPORATION OF
REALTY AFFILIATES INCORPORATED**

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation:

**ARTICLE ONE
NAME**

The name of the corporation is REALTY AFFILIATES INCORPORATED.

**ARTICLE TWO
CORPORATE DURATION**

The duration of the corporation is perpetual.

**ARTICLE THREE
PURPOSE OR PURPOSES**

The general purposes for which the corporation is organized are:

1. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business}.
2. To do such other thing as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

**ARTICLE FOUR
CAPITALIZATION**

The aggregate number of shares which the corporation is authorized to issue is 1000. Such shares shall be of a single class and shall have a par value of ONE Dollar (\$1.00) per share.

**ARTICLE FIVE
PRINCIPAL OFFICE OF CORPORATION
REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 1931 West Bay Drive, Suite B, Largo, Florida 33770, and the name of its initial registered agent at such address is, Patrick T. Oates.

**ARTICLE SIX
DIRECTORS**

The number of directors constituting the initial board of directors of the corporation is 1. The name and address of each person who is to serve as a member of the initial board of directors is:

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TALLAHASSEE, FLORIDA


Name	Address
Patrick T. Oates	1931 West Bay Drive, Suite B Largo, Florida 33770


**ARTICLE SEVEN
INCORPORATORS**

The name and address of each incorporator is:

Name	Address
Patrick T. Oates	1931 West Bay Drive, Suite B Largo, Florida 33770

Executed by the undersigned at CLEARWATER on
NOVEMBER 22, 1996.



witness


witness


Patrick T. Oates

ACKNOWLEDGMENT OF APPOINTMENT AS REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for REALTY AFFILIATES INCORPORATED, at the registered office of the corporation is 1931 West Bay Drive, Suite B, Largo, Florida 33770, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as Registered Agent under §607.0501 F.S.


Patrick T. Oates

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TALLAHASSEE, FLORIDA