

PM 100000 7462

J. WESLEY HOWZE, JR., ESQUIRE
6769 NORTH WICKHAM ROAD, STE. B-104
MELBOURNE, FLORIDA 32940

January 10, 1997

Bureau of Corporate Records
Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, FL 32314

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-01/21/97--01075--002
****122.50 ****122.50

Re: Landmark Real Estate, Inc.

Gentlemen:

Enclosed please find the original and one (1) copy of Articles of Incorporation of Landmark Real Estate, Inc.. Also enclosed is our check payable to your order in the amount of \$122.50 for the various fees. Please send a certified copy of the Articles to the above address.

Thank you for your assistance in this matter.

Very truly yours,


J. Wesley Howze, Jr.

JWH/tjs

Enclosures


1/27

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97 JAN 21 AM 10:41
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
LANDMARK REAL ESTATE, INC.

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TALLAHASSEE FLORIDA

ARTICLE I - NAME

The name of this corporation is LANDMARK REAL ESTATE, INC.

ARTICLE II - DURATION

This corporation shall have a perpetual existence commencing upon the filing of these Articles of Incorporation by the Department of State.

ARTICLE III - PURPOSE

The nature of the business or purposes to be conducted or promoted are: To manufacture, design, construct, own, use, buy, sell, lease, hire and deal in and with articles and property of all kinds and to render services of all kinds, and to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 500 shares of \$1.00 par value common stock.

ARTICLE V - VOTING RIGHTS

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 outstanding common shares.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series, as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 6765 North Wickham Road, Suite C-105, Melbourne, Florida 32940, and the name of the initial registered agent of this corporation at that address is Bea L. Stonesifer.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either 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:

NAME

Bea L. Stonesifer

ADDRESS

6765 North Wickham Road, Ste.C-105
Melbourne, Florida 32940

ARTICLE IX - INCORPORATORS

The name and address of the person signing these Articles of Incorporation is:

NAME

Bea L. Stonesifer

ADDRESS

6765 North Wickham Road, Ste.C-105
Melbourne, Florida 32940

ARTICLE X - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE XI

APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

ARTICLE XII - COMPENSATION OF DIRECTORS

The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

ARTICLE XIII - INDEMNIFICATION

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

ARTICLE XIV - AMENDMENT

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

ARTICLE XV - PRINCIPAL OFFICE

The principal office address and mailing address of this corporation shall be: 6765 North Wickham Road, Ste.C-105, Melbourne, Florida 32940.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of
Incorporation this 14th day of January, 1997

Bea L. Stonesifer

Bea L. Stonesifer, INCORPORATOR

STATE OF FLORIDA :

COUNTY OF BREVARD :

Before me, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared Bea L. Stonesifer, who is personally known to me or who has produced FLA. Drivers License as identification and who did take an oath and known by me to be the person who executed the foregoing Articles of Incorporation, and acknowledged before me that she executed these Articles of Incorporation.

In witness whereof, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 14th day of January, 1997.

My Commission Expires:

Theresa Jean Smith
NOTARY PUBLIC
State of Florida at Large



THERESA JEAN SMITH
My Commission CC662366
Expires Jun. 28, 1997

Printed Name

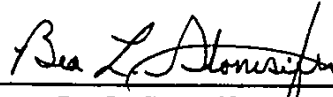
Commission No. _____

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act: FIRST that Landmark Real Estate, Inc., desiring to organize under the laws of the State of Florida, with its principal office as indicated by the Articles of Incorporation in the County of Brevard, State of Florida, has named Bea L. Stonesifer, located at 6765 North Wickham Road, Ste. C-105, Melbourne, Florida 32940, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

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 open said office.


Bea L. Stonesifer (S)

97 JAN 21 AM 10:41
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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