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BARRINGTON A. RUSSELL, PROFESSIONAL ASSOCIATION
4040 NW 47 Terrace, Lauderdale Lakes, Fl. 33319

February 24, 1997

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: **INCORPORATION OF**
BARRINGTON A. RUSSELL, PROFESSIONAL ASSOCIATION

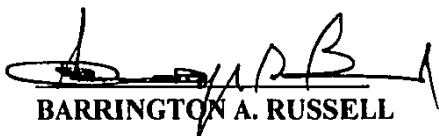
Dear Secretary of State:

Enclosed find one original and a copy of the Articles of Corporation of
BARRINGTON A. RUSSELL, PROFESSIONAL ASSOCIATION

Please arrange to have the enclosed copy 'stamped with the filing date' and returned to me.
Also find enclosed a check made payable to the Secretary of State in the amount of \$70.00 which
includes the statutory filing fee. Your assistance in establishing this corporation is appreciated.

Respectfully,

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*****70.00 *****70.00


BARRINGTON A. RUSSELL

954-730-7474

DMB
3/7/97

FILED
97 MAR -3 PM 2:12
SEC. OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
BARRINGTON A. RUSSELL, PROFESSIONAL ASSOCIATION

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SEC. STATE
TALLAHASSEE, FLORIDA

ARTICLE ONE

The name of the corporation is **BARRINGTON A. RUSSELL, PROFESSIONAL ASSOCIATION**. The principal address of the corporation is: 4040 NW 47 Terrace, Lauderdale Lakes, Fl. 33319.

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose for which the corporation is organized is the practice of Real Estate under the Florida Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have authority to issue is **one hundred (100) of no par value.**

ARTICLE FIVE

The corporation will not commence business until it has received for the issuance of shares consideration of the value of **\$1,000.00** consisting of money, labor done or property actually received.

ARTICLE SIX

The street address of its initial registered office is 4040 NW 47 Terrace, Lauderdale Lakes, Fl. 33319, and the name of its initial registered agent at such address is BARRINGTON A. RUSSELL. I am hereby familiar with and accept the duties and responsibilities as registered agent for said corporation.


BARRINGTON RUSSELL

ARTICLE SEVEN

The number of directors constituting the initial board of directors is two (2), and the name and address of the person or persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

Name	Mailing Address
BARRINGTON A. RUSSELL 33319	4040 NW 47 Terrace, Lauderdale Lakes, Fl.
BARRINGTON A. RUSSELL 33319	4040 NW 47 Terrace, Lauderdale Lakes, Fl.

ARTICLE EIGHT

The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

ARTICLE NINE

The name and address of each incorporator is:

Name	Mailing Address
BARRINGTON A. RUSSELL 33319	4040 NW 47 Terrace, Lauderdale Lakes, Fl.


BARRINGTON A. RUSSELL, Incorporator

ARTICLE TEN

The powers of the incorporators cease upon filing of the Articles of Incorporation.