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97 APR - 8 AM 11: 09  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION  
OF  
PAUL KROLL REAL ESTATE, INC.

The undersigned subscriber to these Articles of Incorporation hereby forms a Corporation for profit under the laws of the State of Florida.

Article I - Name

The name of corporation shall be: Paul Kroll Real Estate, Inc., The principle place of business shall be: 16259 U.S. HWY 19 N. Clearwater, Fl 34624.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The general purpose for which this corporation is organized shall be the transacting of the any or all lawful business for which corporations may be incorporated under the provisions of Chapter 607, Florida Statutes.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue five hundred (500) shares of common stock, each having a par value of one dollar (\$1.00). The initial stock to be issued is:

Paul A. Kroll  
7311 3rd Av S  
St. Petersburg, Fl 33707  
255 Shares

Robert D. Gilbert  
3565 58th Av N #108  
St. Petersburg, Fl 33714  
45 Shares

C. Markel Becker, Jr.  
1640 Braemoor Ln.  
Dunedin, Fl 34698  
100 Shares

Lawrence R. Kyle  
12306 79th Pl N  
Seminole, Fl 33772  
100 Shares

#### ARTICLE V - I.R.C. SECTION 1244

It is the intent of the incorporator to qualify the shares of common stock issued here under as "Section 1244 Stock" pursuant to Section 1244 of the Internal Revenue Code of 1986, as amended.

#### ARTICLE VI - OFFICERS

The name and street address of the initial officers and directors who shall hold office the first year of the corporation's existence or until a successor is elected is:

| NAME   | ADDRESS   |
|--|---|
| Paul A. Kroll<br>President                   | 7311 3rd Av S<br>St. Petersburg, Fl 33707       |
| Robert D. Gilbert<br>Secretary & Treasurer   | 3565 58th Av N #108<br>St. Petersburg, Fl 33714 |
| Chester Markel Becker, Jr.<br>Vice-President | 1640 Braemoor Lane<br>Dunedin, Fl. 34698        |

**ARTICLE VII - INITIAL REGISTERED AGENT**

The name of initial registered agent of this corporation is, Paul A. Kroll, and the address of the initial agent is, 7311 3rd Av S, St. Petersburg, Fl 33707.

**ARTICLE VIII - INCORPORATOR**

The name of incorporator of these Articles of Incorporation is, Paul A. Kroll, 7311 3rd Av S, St. Petersburg, Fl 33707.

**ARTICLE IX - AMENDMENT**

These articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

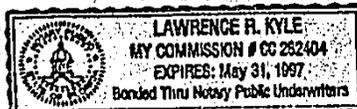
IN WITNESS WHEREOF, The undersigned incorporator has executed these Articles of Incorporation this 2<sup>nd</sup> day of April, 1997.

Paul A. Kroll  
Signature of Incorporator

STATE OF FLORIDA  
COUNTY OF PINELLAS

THE FORGOING Instrument was acknowledged and sworn to before me this 2<sup>nd</sup> day of April, 1997, by Paul A. Kroll.

Notary Stamp



Lawrence H. Kyle  
Notary Public

My Commission Expires: \_\_\_\_\_

**ACCEPTANCE BY REGISTERED AGENT**

The undersigned, having been designated in the foregoing Articles of Incorporation as Registered Agent, hereby agrees to accept said designation.

Paul A. Kroll  
Registered Agent

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