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TRANSMITTAL LETTER

Dept. of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Subject: THOMAS M. PERAGINE, P.A.

Please find enclosed an original and one copy of the articles of incorporation and a check for \$78.75 for filing fee & certificate.

From: THOMAS M. PERAGINE, P.A.
ATTN: Tom Peragine
740 S. Federal Hwy. #610
Pompano Beach, FL 33062
954-783-7414

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAY 6 1997
HAY

ARTICLES OF INCORPORATION OF
THOMAS M. PERAGINE, P.A.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator, signs the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE 1

The name of the corporation shall be:

THOMAS M. PERAGINE, P.A.

(hereinafter the "Corporation").

ARTICLE II

The existence of the Corporation shall commence upon the filing of these Articles of Incorporation by the Department of State and shall be perpetual.

ARTICLE III

The Corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida relating to real estate and business brokerage, including, but not limited to, real estate sales, real estate brokerage, consulting, business sales and business brokerage. The Corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws.

ARTICLE IV

The maximum number of shares which the Corporation shall have authority to issue shall be 10,000 shares of common stock with a par value of \$0.10 per share.

ARTICLE V

The street address of the Corporation's initial registered office and the Corporation's initial registered agent at that address shall be:

Thomas M. Peragine
740 S. Federal Hwy. #610
Pompano Beach, FL 33062

ARTICLE VI

The corporation shall have one director initially. The name and address of the initial director of the corporation, who shall hold office until his successor is elected and qualified or until his earlier resignation or removal from office is:

Thomas M. Peragine
740 S. Federal Hwy. #610
Pompano Beach, FL 33062

The number of directors may be increased or decreased from time to time pursuant to the bylaws of the Corporation, but shall not be less than one.

ARTICLE VII

The name and address of the incorporator of the Corporation is:

Thomas M. Peragine
740 S. Federal Hwy. #610
Pompano Beach, FL 33062

ARTICLE VIII

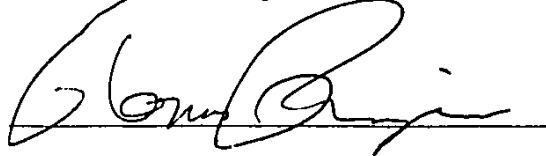
The mailing address of the Corporation's principal office shall be:

740 S. Federal Hwy. #610
Pompano Beach, FL 33062

ARTICLE IX

This corporation shall indemnify, and shall advance expenses on behalf of, its officer(s) and director(s) to the fullest extent not prohibited by any law in existence now or hereafter.

Executed at Pompano Beach, Florida this 28th day of April, 1997.

A handwritten signature in dark ink, appearing to read 'Tom Peragine', is written over a horizontal line.


THOMAS M. PERAGINE

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of THOMAS M. PERAGINE, P.A., the undersigned accepts such appointment and agrees to act in such capacity.

Dated this 28th day of April, 1997.

By:


Thomas M. Peragine
Registered agent

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