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GREENMAN & MANZ

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FLORIDA DIVISION OF CORPORATIONS

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ACCT#:

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FAX #:

NAME: LINDA TATE, P.A.

AUDIT NUMBER.....H97000009865

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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ARTICLES OF INCORPORATION**OF****LINDA TATE, P.A.**

The undersigned Incorporators to these Articles of Incorporation, hereby form a Professional Association for the practice of law pursuant to Florida Statutes, Chapter 621 and the Rules Regulating the Florida Bar as promulgated and amended by the Florida Supreme Court.

ARTICLE I
CORPORATE NAME

The name of this Professional Association is: LINDA TATE, P. A. with its principal place of business at 101 Stirrup Key Woods Road, Marathon, Florida.

ARTICLE II
PURPOSES

The purposes for which this Professional Association is organized is as follows:

(1) To engage in the specific business of the practice of real estate sales as a Professional Association:

(2) To engage generally in the business of a real estate sales corporation as the as the same is now or hereafter defined by statute, rule and regulation, and in connection therewith to transact any lawful business related thereto:

(3) To engage in such other business as may be authorized or permitted by Florida Statutes, chapter 621.

ARTICLE III
CAPITAL STOCK

The maximum number of shares of stock that this Professional Association is authorized to issue and have outstanding at any one time is ONE HUNDRED (100) shares of common stock having a par value of ONE DOLLAR (\$1.00) per share. Shares may be issued only for a consideration having value, in the judgment of the Board of Directors, at least equivalent to the full par value of the stock to be issued. All shares issued shall be fully paid and nonassessable.

ARTICLE IV
TERM OF EXISTENCE

This Professional Association shall have perpetual existence.

Prepared by:
David L. Manz, Esq.
5800 Overseas Highway, Suite 40
Marathon, FL 33050
(305) 743-2351
FL Bar #735140

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97 JUN 17 AM 9:50
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ARTICLE V
BOARD OF DIRECTORS

This Professional Association shall have three directors initially, the number of directors may be increased from time to time by By-Laws adopted by the stockholders, but shall never be less than one.

ARTICLE VI
INITIAL DIRECTOR

The name of the initial director of this Professional Association and her street address is:

Linda Tate
101 Stirrup Key Woods Road
Marathon, FL 33050

The persons named as initial directors shall hold office for the first year of existence of this Professional Association or until their successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE VII
INCORPORATOR

The name and street address of the Incorporators signing these Articles of Incorporation as the Incorporators are:

Linda Tate
101 Stirrup Key Woods Road
Marathon, FL 33050

ARTICLE VIII
CONFLICT OF INTEREST

No contract between this Professional Association and another corporation or another individual shall be invalidated by reason the fact that one or more of the officers or directors of this Professional Association are officers or directors of the said other corporation, or by reason of the fact that one or more of the officers or directors of this Professional Association may be the other individual or individuals contracting with this Association.

ARTICLE IX
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by at least a majority of the stock entitled to vote thereon, unless

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all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE X
REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent of this Professional Association is David L. Manz and the street address of the initial Registered Office in the State of Florida is 5800 Overseas Highway, Suite 40, Marathon, FL 33050. The Board of Directors may, from time to time, move the Registered Office to any other address in the State of Florida.

Having been made initial registered Agent to accept service of process of the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.

David L. Manz, Esq.
Registered Agent

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation on this 6th day of June, 1997.

Linda Tate

STATE OF FLORIDA)
)SS:
COUNTY OF MONROE)

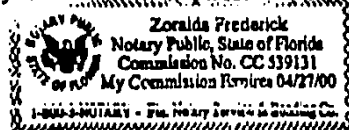
BEFORE ME, an officer duly authorized in the State aforesaid and in the County aforesaid, to take acknowledgements personally appeared LINDA TATE, who is personally known to me and who (did) (did not) take an oath and who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State aforesaid, this 6th day of June, 1997.

Notary Public, State of Florida

Printed Name:

My Commission Expires:



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