

P97000077346

TRANSMITTAL LETTER

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

600002279836--1
-08/28/97--01070--003
*****70.00 *****70.00

Residential

SUBJECT:

First Realty Services, Inc.

(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM:

Michael D. Haun.

Name (Printed or typed)

c/o Paul, Hastings, Janofsky & Walker, LLP

600 Peachtree St, NE ; Suite 2400

Address

Atlanta, GA 30308

City, State & Zip

404-815-2279

Daytime Telephone number

97 SEP - 8 AM 11:03
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

1444

W97-2544

6 32364

NOTE: Please provide the original and one copy of the articles.

B. REGISTER SEP 8 1997



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State

August 29, 1997

MICHAEL D HAUN
600 PEACHTREE ST NE STE 2400
ATLANTA, GA 30308

SUBJECT: FIRST REALTY SERVICES, INC.
Ref. Number: W97000020044

*First Residential
Realty Services, Inc*

We have received your document for FIRST REALTY SERVICES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 397A00043520

ARTICLES OF INCORPORATION
OF
FIRST RESIDENTIAL REALTY SERVICES, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the Corporation is "First Residential Realty Services, Inc."

ARTICLE II

The Corporation shall have authority to issue not more than 10,000 shares of capital stock.

ARTICLE III

The street address and county of the initial registered office of the Corporation and the initial registered agent of the Corporation at such address is:

JoAnne Wanamaker
1110 Pilgrim Avenue
Deltona, Florida 32725
County of Volusia

ARTICLE IV

The name and address of the incorporator is:

Michael D. Haun, Esq.
c/o Paul, Hastings, Janofsky & Walker LLP
Suite 2400
600 Peachtree Street, N.E.
Atlanta, Georgia 30308

ARTICLE V

The mailing address of the initial principal office of the corporation is:

1110 Pilgrim Avenue
Deltona, Florida 32725

ARTICLE VI

The name and address of the Sole Director of the Corporation shall be:

JoAnne Wanamaker
1110 Pilgrim Avenue
Deltona, Florida 32725

ARTICLE VII

Any action or actions required or permitted to be taken at a meeting of the shareholders of the Corporation may be taken without a meeting by those persons who would be entitled to vote shares having voting power to cast not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shareholders entitled to vote were present and voted, provided that such action is evidenced by one or more written consents describing the action taken which are signed by the shareholders entitled to take such action and delivered to the Corporation for filing with the corporate records.

ARTICLE VIII

No director of the corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of his duty of care or other duty as a director, provided, that this provision shall eliminate or limit the liability of a director only to the extent permitted from time to time by the Florida Business Corporation Act as amended from time to time.

ARTICLE IX

The Corporation shall have perpetual duration.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation as of September 4, 1997.

A handwritten signature in black ink, appearing to read "M D Haun", written over a horizontal line.

Michael D. Haun, Esq.
Incorporator

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Signature/Registered Agent

8-19-97
Date

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TALLAHASSEE, FLORIDA