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BOARD CERTIFIED CIVIL TRIAL LAWYER

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October 7, 1997

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

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*****122.50 *****122.50

Our Re: TEB/H Misc./Robert T. Hinton & Associates, Inc.

Greetings:

Enclosed please find Articles of Incorporation for ROBERT T. HINTON & ASSOCIATES, INC., together with this firm's check in the amount of \$122.50 representing the filing fee.

This amount covers the following items for the corporate filing:

\$35.00 for filing the Articles of Incorporation, \$35.00 for establishing the Registered Agent, and \$52.50 for a certified copy of the Articles of Incorporation.

Please return a certified copy of the Articles of Incorporation to the undersigned in the enclosed envelopes as soon as possible.

Very truly yours,

BYRD AND MURPHY

By: 
THOMAS E. BYRD

TEB:bp
Enclosures
cc: Mr. Robert T. Hinton (w. encls.)

FILED
97 OCT 14 PM 2:08
SECRET
TALLAHASSEE, FLORIDA


10/15/97

ARTICLES OF INCORPORATION

OF

ROBERT T. HINTON & ASSOCIATES, INC.

FILED
97 OCT 14 PM 2:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I.

NAME

The name of this corporation is ROBERT T. HINTON & ASSOCIATES, INC.

ARTICLE II.

DURATION

This corporation shall have perpetual existence.

ARTICLE III.

PURPOSE

The general nature of the business to be transacted by the corporation and its objects and powers shall be to engage in the transaction of any and all lawful business for which corporations may be incorporated under the law of the State of Florida, including, but not limited to, holding a license and operating as a real estate broker under Chapter 475, Florida Statutes.

ARTICLE IV.

INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS
OF CORPORATION

The address of the initial principal office and the mailing address of the corporation is: 2701 East Sunrise Blvd., Suite 416
Ft. Lauderdale, Fl 33304

ARTICLE V.

INITIAL REGISTERED OFFICE AND AGENT

The street address of the corporation's initial registered office is 2701 East Sunrise Blvd., Suite 416, Ft. Lauderdale, Fl 33304, and the name of the initial Registered Agent of this corporation at that office is Robert T. Hinton.

ARTICLE VI.

CAPITAL STOCK

The aggregate number of shares which the corporation shall have authority to issue is 1,000 shares of common stock, and the par value of each of said shares shall be One Dollar and 00/100 (\$1.00).

ARTICLE VII.

DIRECTORS

The number of Directors constituting the initial Board of Directors is one (1) and the name and address of the person who is to serve as Director until the first annual meeting of shareholders or until successors are elected and shall qualify is:

NAME

ADDRESS

Robert T. Hinton

2701 East Sunrise Blvd., Suite 416
Ft. Lauderdale, Fl 33304

ARTICLE VIII.

INCORPORATOR

The name and address of the Incorporator is: Robert T. Hinton,
2701 East Sunrise Blvd., Suite 416, Ft. Lauderdale, Fl 33304.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 7 day of October, 1997.

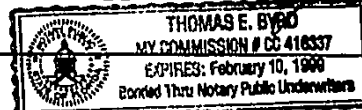
Robert T. Hinton
ROBERT T. HINTON

STATE OF FLORIDA)
) SS.:
COUNTY OF BROWARD)

THE FOREGOING INSTRUMENT was acknowledged before me on this 7 day of October, 1997, by Robert T. Hinton, who is personally known to me and who did take an oath.

Thomas E. Byrd
Notary Public
Printed, typed or stamped name:

My commission expires:



(Serial Number, if any)

ACCEPTANCE BY REGISTERED AGENT

I, ROBERT T. HINTON, hereby declare that I am familiar with and accept the duties and responsibilities as Registered Agent for Robert T. Hinton & Associates, Inc., a Florida corporation.

Robert T. Hinton
ROBERT T. HINTON, Registered Agent
2701 E. Sunrise Blvd., Suite 416
Ft. Lauderdale, FL 33304

Dated: 7 OCT 1997

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TALLAHASSEE, FLORIDA