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Dan Cochran

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TRANSMITTAL LETTER

Date: November 11, 1997

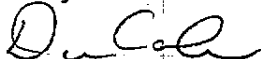
To: Department of State
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

SUBJECT: FLORIDA REALTY SPECIALISTS, INC.

Enclosed is an original and one copy of the articles of incorporation and a check for \$122.50 for the filing fee and a certified copy.

Please return to me by FEDEX using the enclosed FEDEX form.

Thank you.


Dan Cochran
4303 Ellinwood Blvd.
Palm Harbor, FL 34685
(813) 942-0252

12/13
11/14/97

FILED
97 NOV 12 PM 3:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
FLORIDA REALTY SPECIALISTS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of the corporation is FLORIDA REALTY SPECIALISTS, INC. and its mailing address is 4303 Ellinwood Boulevard, Palm Harbor, Florida 34685.

ARTICLE II

DURATION

This corporation shall exist perpetually, commencing as of the date of acceptance and filing of these Articles by the Secretary of State of Florida.

ARTICLE III

PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of no par value common stock.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 4303 Ellinwood Boulevard, Palm Harbor, Florida 34685 and the name of the initial registered agent of this corporation at that address is DANIEL L. COCHRAN.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one. The name and address of the initial director of this corporation is:

Name

Address

Daniel L. Cochran

4303 Ellinwood Boulevard
Palm Harbor, Florida 34685

ARTICLE VII

INCORPORATOR

The name and address of each person signing these Articles is:

Name

Address

Daniel L. Cochran

4303 Ellinwood Boulevard
Palm Harbor, Florida 34685

ARTICLE VIII

CUMULATIVE VOTING

At each election for directors every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

ARTICLE IX

PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE X

INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI

BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE XII

AMENDMENT

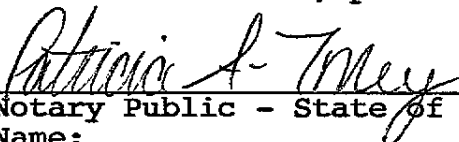
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on the 11 day of November, 1997.

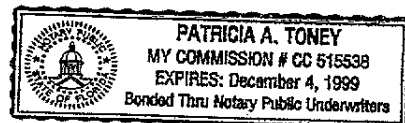

DANIEL L. COCHRAN

STATE OF FLORIDA)
COUNTY OF PINELLAS)

SWORN TO AND SUBSCRIBED before me, this 11th day of November, 1997, by DANIEL L. COCHRAN, who is personally known to me or who has produced Florida Driver's License as satisfactory evidence of identification, pursuant to Florida Statutes.



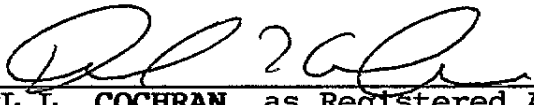
Notary Public - State of Florida
Name: _____
Commission No.: _____
My Commission Expires: _____



ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of FLORIDA REALTY SPECIALISTS, INC., which is contained in the foregoing Articles of Incorporation.

Dated this 11th day of November, 1997.


DANIEL L. COCHRAN, as Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA