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Locklin  
& Jones, P.A.  
ATTORNEYS AT LAW

*Simmons Real Estate Referrals, Inc.*

Jack Locklin, Jr.  
Board Certified  
Real Estate Attorney

Angela J. Jones

October 20, 1997

Capital Area Process Service  
1212 Tung Hill Drive  
Tallahassee, FL 32311-9545

200002396432--1  
-01/12/98--01003--025  
\*\*\*122.50 \*\*\*122.50

RE: Simmons Real Estate Referrals, Inc.

Dear Karen:

Enclosed is the Articles of Incorporation for the above corporation to be filed with the Secretary of State. Please have it filed and fax me a copy then send the original by mail.

Enclosed is my check in the amount of \$35.00 for your service and a check in the amount of \$122.50 for filing. If you have any questions, please call me. Thanks.

Yours very truly,

LOCKLIN & JONES, P.A.

*Jack*

Jack Locklin, Jr.

JL:jl

FILED  
98 JAN 12 AM 11:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Call when ready*  
878-9666  
RECEIVED  
98 JAN 12 AM 9:31  
DIVISION OF CORPORATION

K. Rolfe JAN 12 1998



Jack Locklin, Jr.  
Board Certified  
Real Estate Attorney

Angela J. Jones

January 9, 1998

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
409 E. Gaines Street  
Tallahassee, FL 32314

FILED  
98 JAN 12 AM 11:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RE: **SIMMONS REAL ESTATE REFERRALS, INC.**

Dear Sir:

Enclosed is an original and one executed copy of the Articles of Incorporation of **SIMMONS REAL ESTATE REFERRALS, INC.** and an original and one copy of an executed Certificate Designating the Resident Agent. Check in the amount of \$122.50 in payment of the following fees is also enclosed:

Filing Fee	\$35.00
Certificate Designating	
Resident Agent	35.00
Certified Copy	52.50
Total .....	<u>\$122.50</u>

Please file the original and certify and return the copy of the enclosed Articles of Incorporation.

Yours very truly,

**LOCKLIN & JONES, P.A.**

  
Jack Locklin, Jr.

JL:jl  
Enclosures

FILED  
98 JAN 12 AM 11:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
SIMMONS REAL ESTATE REFERRALS, INC.

ARTICLE I

The name of this corporation is: **SIMMONS REAL ESTATE REFERRALS, INC.**

ARTICLE II

The purpose of this corporation is to solicit referrals for the sale and purchase of real estate and to sell and assign those referrals to other persons and companies, and any and all other lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock.

ARTICLE V - PRE EMPTIVE RIGHTS

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

ARTICLE VI - INITIAL REGISTERED  
OFFICE AND AGENT

The street address of the initial registered office of this corporation is 4024 Highway 90, Pace, Florida 32571 and the name of the initial registered agent of this corporation at that address is **Phillip M. Simmons**. The principal office is the same as the registered office.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one directors, 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 directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Phillip M. Simmons	4024 Highway 90 Pace, FL 32571

ARTICLE VIII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation is **Phillip M. Simmons**, 4024 Highway 90, Pace, Florida 32571.

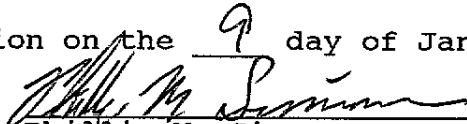
ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE X - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on the 9 day of January, 1998.

  
Phillip M. Simmons

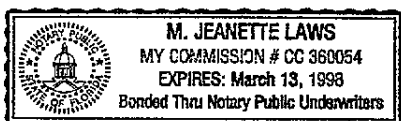
STATE OF FLORIDA

COUNTY OF SANTA ROSA

BEFORE ME the undersigned Notary Public in and for the State of Florida at large, personally appeared **Phillip M. Simmons**, to me well known and known to me to be the individual described in or who presented Florida Drivers License as identification, and who executed the foregoing Articles of Incorporation of **Simmons Real Estate Referrals, Inc.** and being duly sworn acknowledged that he executed the same for the uses and purposes therein expressed.

GIVEN under my hand and official seal this the 9th day of January, 1998.

M. Jeanette Laws  
Notary Public  
My commission expires: \_\_\_\_\_



CERTIFICATE DESIGNATING PLACE OF BUSINESS  
FOR DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN THIS STATE, AND NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

SIMMONS REAL ESTATE REFERRALS, INC., desiring to organize under the Laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at Milton, Santa Rosa County, Florida, has named Phillip M. Simmons, 4024 Highway 90, Pace, Florida 32571, as agent to accept service of process within the state.

Dated this the 9<sup>th</sup> day of January, 1998.

SIMMONS REAL ESTATE REFERRALS, INC.

BY: Phillip M. Simmons  
Phillip M. Simmons

ACCEPTANCE

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of the act relative to keeping open an office.

Phillip M. Simmons  
Phillip M. Simmons

FILED  
98 JAN 12 AM 11:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA