

P98000027426

ROBERT W. GROTH, P.A.

ATTORNEY AT LAW

SUITE 101, CASTELLO PROFESSIONAL CENTER

1044 CASTELLO DRIVE

NAPLES, FLORIDA 34103

ROBERT W. GROTH

ADMITTED IN FLORIDA,
MINNESOTA AND THE
U.S. SUPREME COURT

TELEPHONE: (941) 262-8500

FAX: (941) 262-4301

March 17, 1998

Florida Dept. Of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

000002465280--2
-03/23/98--01100--009
*****78.75 *****78.75

**Re: Articles of Incorporation of
Walsh Real Estate Services, Inc.**

Dear Sir:

I have enclosed an original and one copy of the Articles of Incorporation and the Certificate of Designation, Registered Agent/Registered Office for Walsh Real Estate Services, Inc. for filing with your office. In addition, a check in the amount of \$78.75 has been included to cover the following fees:

Filing Fees	\$35.00
Certificate of Status/Fact	\$ 8.75
Registered Agent/Designation	<u>\$35.00</u>
Total	\$78.75

Please return a "file stamped" copy of the Articles to this office at your earliest convenience. A return envelope is provided for your convenience.

Thank you.

Very truly yours,


ROBERT W. GROTH

FILED
98 MAR 23 AM 8:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK MAR 25 1998

**ARTICLES OF INCORPORATION
OF
WALSH REAL ESTATE SERVICES, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I

The name of this corporation is WALSH REAL ESTATE SERVICES, INC.

ARTICLE II

The principal place of business and mailing address of this corporation shall be:

Plaza Office Bldg, 2900 14th St N Suite 26, Naples, FL 34103

ARTICLE III

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

25,000 Common Shares with \$1.00 par value per share.

ARTICLE IV

The name of the corporation's initial registered agent and the address of the initial registered office of this corporation is as follows:

Thomas F. Walsh
Plaza Office Bldg
2900 14th St N Suite 26,
Naples, FL 34103

FILED
98 MAR 23 AM 8:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

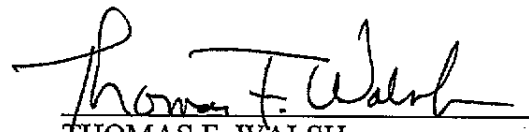
ARTICLE V

The name and address of the incorporator to these Articles of Incorporation is as follows:

Thomas F. Walsh
Plaza Office Bldg
2900 14th St N Suite 26,
Naples, FL 34103

The undersigned has executed these Articles of Incorporation this 17th day of March, 1998.

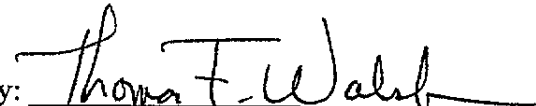
INCORPORATOR


THOMAS F. WALSH

ACCEPTANCE BY REGISTERED AGENT

Having been named as the 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.

Date: 3/17/98

By: 
THOMAS F. WALSH

FILED
98 MAR 23 AM 8:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA