ATTORNEY AT LAW

98 MAR 30 PM 12: 19

SECRETARY OF STATE TALLAHASSEE, FLORIDA 215 S. FEDERAL HIGHWAY SUITE 100 STUART, FLORIDA 34994 (561) 223-7010

March 26, 1998

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

500002472135--4 -03/30/98--01060--015 *****70.00 *****70.00

RE: Filing of Articles of Incorporation for Dan Taddeo Real Estate School, Inc.

Dear Madam/Sir:

Enclosed is an original Articles of Incorporation for Dan Taddeo Real Estate School, Inc. for filing with your department. Kindly file them as soon as possible. A law office check in the amount of 570.00 is enclosed to pay for the State fees.

Thank you kindly for your assistance.

Very truly,

Michael Maliszewski, Esq.

Muchanel Mato

/dk Encl.

P. Hall APR - 1 1998

ARTICLES OF

FILED

INCORPORATION OF

98 MAR 30 PM 12: 19

SECRETARY OF STATE TALLAHASSEE, FLORIDA

DAN TADDEO REAL ESTATE SCHOOL, INC.

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, adopt the following articles of incorporation:

ARTICLE ONE NAME

The name of the corporation is Dan Taddeo Real Estate School, Inc.

ARTICLE TWO PRINCIPAL OFFICE

The street address of the initial principal office of the corporation is 10634 South U.S. Highway One, Port St. Lucie, Florida, 34952.

ARTICLE THREE CORPORATE DURATION

The duration of the corporation is perpetual.

ARTICLE FOUR PURPOSE OR PURPOSES

The general purposes for which the corporation is organized are:

- 1. To transact any other lawful business for which corporations may be incorporated under the Florida Business Corporation Act or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the preceding business.
- 2. To do such other things as are incidental to the above or necessary or desirable in order to accomplish the above.

ARTICLE FIVE CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is 1000. Such shares shall be of a single class, and shall have a par value of \$1.00 per share. Each shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for a pro rata portion of:

- (1) Any stock of any class that the corporation may issue or sell, whether or not exchangeable for any stock of the corporation of any class or classes, and whether or not of unissued shares authorized by the articles of incorporation as originally filed or by any amendment of the articles of incorporation or out of shares of stock of the corporation acquired by it after issuance and whether issued for cash, promissory notes, services, property, or other securities of the corporation; or
- (2) Any obligation that the corporation may issue or sell which is convertible into or exchangeable for any stock of the corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or other instrument or instruments conferring on the holder the right to subscribe for or purchase from the corporation any shares of its stock of any class or classes.

ARTICLE SIX REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 215 S. Federal Highway, Suite 100, Stuart, Florida, 34994, and the name of its initial registered agent at such address, is Michael Maliszewski.

ARTICLE SEVEN DIRECTOR(S)

The number of directors constituting the corporation's initial board of directors is TWO. The name and address of each person who is to serve as a member of the initial board of directors is:

Name

Address

Daniel J. Taddeo

10634 South U.S. Highway One, Port St. Lucie, Florida, 34952 Glynndolyn Hepworth

10634 South U.S. Highway One, Port St. Lucie, Florida, 34952

ARTICLE EIGHT INCORPORATOR(S)

The name and address of each incorporator is:

Name

Address

Daniel J. Taddeo

10634 South U.S. Highway One, Port St. Lucie, Florida, 34952

Executed by the undersigned at Port St. Lucie, Florida, on March 26, 1998.

Daniel J. Taddeo, Incorporator

STATE OF FLORIDA

SS

COUNTY OF MARTIN

The foregoing Articles of Incorporation were acknowledged before me this <u>2644</u> day of <u>March</u>, 1998, by Daniel J. Taddeo, who is [X] personally known to me or who [] produced ______ as identification and who did take an oath.

NOTARY PUBLIC

My Commission Expires: _

Susan Keefer Smith
Notary Public, State of Florida
Commission No. CC 608288
Of FLO My Commission Exp. 12/16/2000
1-800-3-NOTARY - Fla Notary Service & Bonding Co.

FILED

ACCEPTANCE OF REGISTERED AGENT

98 MAR 30 PH 12: 19

FOR

SECRETARY OF STATE TALL AHASSEE, FLORIDA

DAN TADDEO REAL ESTATE SCHOOL,

I, Michael Maliszewski, having been named to accept service of process, for the above-stated corporation at the place designated in the foregoing Articles of Incorporation, hereby agree to act in that capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

		2.46			
Dated	this_	26	day of	March	1998.

Michael Maliszewski, REGISTERED AGENT 215 S. Federal Highway, Suite 100,

Stuart, Florida, 34994