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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032
REFERENCE : 780305 81597A
AUTHORIZATION :
COST LIMIT : \$ PREPAID

ORDER DATE : April 14, 1998
ORDER TIME : 9:49 AM
ORDER NO. : 780305-005
CUSTOMER NO: 81597A
CUSTOMER: Jamie B. Greusel, Esq
BERRY & GREUSEL

Chamber Of Commerce Plaza
1104 North Collier Boulevard
Marco Island, FL 34145

DOMESTIC FILING

NAME: BILL PUTNAM, P.A.

100002488411--5
-04/14/98--01064--020
****122.50 ****122.50

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Robert Maxwell

EXAMINER'S INITIALS:

RECEIVED
98 APR 14 PM 1:10
DIVISION OF CORPORATION

P. Hatt
APR 14 1998



Berry & Greusel
Attorneys at Law

1104 North Collier Boulevard • Marco Island, Florida 34145
Phone 941/394-8111 Fax 941/394-0549
e-mail: jbglegal@aol.com

Jamie B. Greusel
Licensed in FL and NJ

Russell S. Sharbaugh, Jr.
Licensed in FL and NJ

April 13, 1998

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

Re: BILL PUTNAM, P.A.

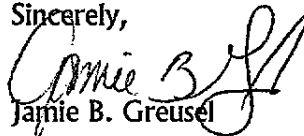
Gentlemen/Ladies:

Enclosed are two original Articles of Amendment to the Articles of Incorporation for the corporation referenced above and a check in the amount of \$87.50 to be credited as follows:

\$35.00 filing fee
52.50 certified copy

Kindly file the original and return a certified copy to our office.

Sincerely,


Jamie B. Greusel

JBGjt
Enclosure

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
BILL PUTNAM, P.A.

I. NAME

The name of the corporation is BILL PUTNAM, P.A.

II. TERM OF EXISTENCE

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

III. NATURE OF BUSINESS

This corporation is organized for the purpose of transacting any or all lawful business as a real estate agent.

IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation shall be authorized to have outstanding at any one time is One Hundred (100) shares of common stock, all shares having a par value of One Dollar (\$1.00) per share.

V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, 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.

VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1104 N. Collier Blvd., Marco Island, Florida 34145. The name of the original registered agent of this corporation at that address is Jamie B. Greusel.

VII. INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors, may, from time to time, be increased by the By-Laws. However, there shall never be less than one director nor more than five. The name and address of the initial Board of Directors of the corporation is:

Bill Putnam
1104 N. Collier Blvd.
Marco Island, FL 34145

VIII. INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is Bill Putnam, 1104 N. Collier Blvd., Marco Island, Florida 34145.

ARTICLE IX - INDEMNIFICATION

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

ARTICLE X - AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these
Articles of Incorporation on the 13th day of April, 1998.

Bill Putnam
BILL PUTNAM

COUNTY OF COLLIER
STATE OF FLORIDA

The foregoing instrument was acknowledged before me this 13th day of
April, 1998 by BILL PUTNAM, who is personally known to me or who has
produced License (type of identification) as identification and who did
(did not) take an oath.

(SEAL)



Marianne Pujal
Notary Public
(typed name)
My Commission Expires:
Commission # _____

**CERTIFICATE DESIGNATING REGISTERED AGENT AND PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, AND
ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091 and 607.0501, Florida Statutes the following is
submitted:

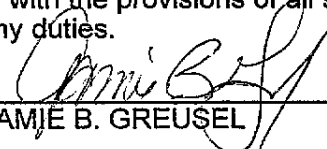
BILL PUTNAM, P.A. desiring to organize or qualify under the laws of the State of
Florida, with its principal place of business at Marco Island, Florida 34145, has named
Jamie B. Greusel, Berry & Greusel, 1104 N. Collier Blvd., Marco Island, Florida 34145
as its agent to accept service of process within Florida.

Date: 4-13-98



BILL PUTNAM

Having been named to accept Service of Process for the above stated
corporation, at the place designated in this certificate, I hereby agree to act in this
capacity, and I further agree to comply with the provisions of all statutes relative to the
proper and complete performance of my duties.



JAMIE B. GREUSEL

This instrument prepared by:

BERRY & GREUSEL, Attorneys at Law
1104 N. Collier Blvd.
Marco Island, Florida 34145
(941) 394-8111

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA