

GARY B. SACK

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P9 8000040565
April 3, 1998

Secretary of State of Florida
Corporate Records
P. O. Box 6327
Tallahassee, FL 32314

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-05/04/98--01054--002
*****70.00 *****70.00

RE: TSAMOUTALES LIMITED CORPORATION

Dear Sir:

Enclosed is the original and one copy of the Articles of Incorporation for the captioned corporation. A check in the amount of \$70.00 for filing fee is also enclosed.

Please approve and file the original and return a copy to this office.

Thank you for your assistance in this matter.

Very truly yours,


Gary B. Sack

GBS/rn
Encls.

FILED
98 MAY -4 AM 10:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED
98 MAY -4 AM 10:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
TSAMOUTALES LIMITED INCORPORATED

THE UNDERSIGNED subscriber of these Articles of Incorporation, a natural person, competent to contract, forms a corporation under the laws of the State of Florida, and further agrees to the following conditions of said corporation.

ARTICLE I

NAME

The name of the corporation is: TSAMOUTALES LIMITED INCORPORATED.

ARTICLE II

DURATION

This Corporation shall have perpetual existence commencing the date of the filing of these Articles.

ARTICLE III

PURPOSE

This corporation is organized for the purpose of transaction of any or all lawful business related to real estate and brokerage business.

ARTICLE IV

AUTHORIZED STOCK

The corporation is authorized to issue ten thousand (10,000) shares of common stock having a par value of one cent (\$.01) per share.

ARTICLE V

VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI

INITIAL PRINCIPAL OFFICE AND AGENT

The street address of the initial principal office of this corporation is 1900 Palm Bay Road, NE, Suite G, Palm Bay, FL 32905; and the name and address of the initial registered agent of this corporation is Gary B. Sack, 1900 Palm Bay Road, NE, Suite G, Palm Bay, FL 32905.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director initially. The number of Directors may be increased or decreased from time to time by the By-Laws. The name and address of the initial Director of this corporation is FRANK N. TSAMOUTALES.

ARTICLE VIII

INCORPORATOR

The name and address of the person signing these Articles of Incorporation is FRANK N. TSAMOUTALEES, 2820 Rocky Point Road, Malabar, FL 32950.

ARTICLE IX

OFFICERS

The sole, initial officer of the corporation shall be a President. Such others may be provided for by the By-Laws.

The name of the person who is to initially serve as such officer is FRANK N. TSAMOUTALES.

The officers shall be elected at the annual meeting of the Board of Directors, or as provided by the By-Laws.

ARTICLE X

MANAGEMENT OF THE CORPORATION
BY THE SHAREHOLDERS


All management powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under, the direction of the shareholders of this corporation

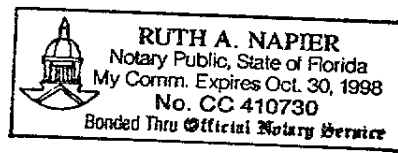
IN WITNESS WHEREOF, the undersigned subscribing incorporator has executed these Articles of Incorporation, this 30th day of April, 1998.


FRANK N. TSAMOUTALES

STATE OF FLORIDA
COUNTY OF BREVARD


The foregoing Articles of Incorporation were acknowledged before me this 30th day of April, 1998, by FRANK N. TSAMOUTALES, who is personally known to me.


Ruth A. Napier, NOTARY PUBLIC
Commission Expires: 10/30/98



ACCEPTANCE BY REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above-stated corporation at the place designated in Article VI of these Articles of Incorporation, 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.



GARY B. SACK
1900 Palm Bay Road, NE, Suite G
Palm Bay, FL 32905
407-727-1111

Date: 4-30-98