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TRANSMITTAL LETTER

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

SUBJECT:	KAREN L. BRIDGES, P.A. (Proposed corporate name - must include suffix)	- * ****
Enclosed is an original	and one(1) copy of the articles of incorporation and a check for:	SECRETARY OF STAIL DIVISION OF CORPORATIONS GRANN - L PM 2:56
Filing Fee	Filing Fee & Certificate Filing Fee & Certified Copy & Certificate ADDITIONAL COPY REQUIRED	in long
FROM:	KAREN L. Beidges Name (Printed or typed) 1938 Bonnic St	
	Address BOCA RATON , FL 33486 City, State & Zip 501 394-4125 or 954 771-4400	

Daytime Telephone number

5505

ARTICLES OF INCORPORATION

OF

KAREN L.BRIDGES, P.A.

The undersigned, all of whom are duly licensed real estate brokers, broker/salesman or salespersons in the State of Florida, desiring to form a professional corporation in accordance with Chapter 607 of the Florida Statutes and the Florida Professional Service Corporation Act, adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation shall be KAREN L. BRIDGES, P.A.

ARTICLE II DURATION

The period of the corporation's duration shall be perpetual.

ARTICLE III PURPOSE

The purpose for which the corporation is organized shall be to engage in and carry on all branches of the service of a real estate brokerage and/or business brokerage organization within the State of Florida, and to do those things that are necessary or proper in connection with that service including, but not limited to, the following:

(a) (1) As principal, agent, salesperson, or broker, and on commission or otherwise; to buy, sell, exchange, rent, lease, let, grant, or take licenses in respect of, improve, develop, repair, manage, maintain, appraise, list, auction, consult over and operate real property of every kind, corporeal and incorporeal, and every kind of estate, right, or interest therein or pertaining thereto; and generally, to do everything suitable, proper, and conducive to the successful conduct of a real estate

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agency in all its branches and departments. (2) As principal, agent, salesperson, or broker, and on commission or otherwise; to buy, sell, raise funds for, merge, exchange, rent, lease, let, grant, or take licenses in respect of, appraise, list, auction, and consult over businesses of every kind, corporeal and incorporeal, and every kind of estate, right, or interest therein or pertaining thereto; and generally, to do everything suitable, proper, and conducive to the successful conduct of a business brokerage agency in all its branches and departments.

- (b) To enter into and make all necessary contracts for the conduct of its professional business with any person, partnership, association, corporation, or other entity, and to perform, carry out, cancel, and rescind those contracts.
- (c) To borrow or raise money reasonably required in the conduct of its professional business and in connection with any proper business activity in which the corporation may be engaged; and to execute and deliver any instruments that may be necessary to evidence the borrowing.
- (d) To restrict the manner in which the persons to whom its capital stock shall be issued or transferred and to enact bylaws to carry these restrictions into effect.
- (e) To do everything necessary, proper, advisable, or convenient for the accomplishment of the corporate purpose or the attainment of any of the objectives or the furtherance of any of the powers set forth in these Articles of Incorporation, incidental to, pertaining to, or growing out of its professional business or otherwise, and at all times to comply with the provisions of the Florida Professional Service Corporation Act as currently enacted and as may be hereafter amended or superseded by any other statute.

ARTICLE IV CAPITAL STOCK

The total number of shares of capital stock which the corporation shall be authorized to issue is 1000 shares. Such shares shall be of a single class of common stock, and shall have a par value of ONE (\$1.00) DOLLAR per share.

ARTICLE V

The amount of stated capital with which the corporation shall begin business is FIVE (\$500.00) HUNDRED DOLLARS.

ARTICLE VI REGISTERED OFFICE

The location and address of the corporation's initial registered office in this State is 1938 Bonnie Street, Boca Raton, FL 33486 and the corporation's mailing address shall be 1938 Bonnie Street, Boca Raton, FL 33486

ARTICLE VII REGISTERED AGENT

The initial registered agent of this corporation is KAREN L. BRIDGES, and the address of the initial registered agent is 1938 Bonnie Street, Boca Raton, FL 33486.

ARTICLE VIII INCORPORATORS

The names and addresses of the incorporators are:

NAME ADDRESS

Karen L. 1938 Bonnie Street

Bridges Boca Raton, Florida, 33486

ARTICLE IX DIRECTORS

The corporation is to be managed by a board of directors. The number of directors constituting the initial board of directors is one, and the names and addresses of the initial directors is:

NAME ADDRESS

Karen L. Bridges 1938 Bonnie Street

Boca Raton, Florida, 33486

The initial directors shall hold office until their successors are elected and qualify as provided by the bylaws. The number of directors set forth herein and constituting the initial board of directors shall be the authorized number of directors until such number is changed by a bylaw duly adopted by the shareholders.

ARTICLE X BYLAWS

The initial directors shall submit the proposed bylaws to the shareholders at a meeting to be held for that purpose not more than 30 days following the issuance of the Certificate of Incorporation. Following the adoption of bylaws by the affirmative vote of three fourths of the shareholders, the internal affairs of the corporation are to be regulated and managed in accordance with such bylaws.

ARTICLE XI DISSOLUTION

The corporation may be dissolved at any time (1) by unanimous written consent of the shareholders; or (2) on the affirmative vote of the holders of at least two-thirds of the outstanding shares of the corporation entitled to vote thereon. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by him.

ARTICLE XII RESTRICTIONS ON ISSUANCE AND TRANSFER OF SHARES

No share of stock of this corporation shall be issued or transferred to any person who is not a duly licensed real estate broker in the State of Florida. In the event of the death of any shareholder said shares shall be distributed according to the Last Will and Testament of the individual shareholder.

In witness whereof, we, the undersigned incorporators of this corporation, have executed these Articles of Incorporation at Boca Raton on May 1, 1998.

KAREN L. BRIDGES

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

BEFORE ME, the undersigned authority, personally appeared KAREN L. BRIDGES, to me well known and known to me to be the Incorporator of KAREN L. BRIDGES, P.A., and she acknowledged to and before me that she executed the foregoing Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and official seal in the State and County aforesaid this _/sr day of ______, 1998.

Notary Public

My Commission Expires: 04-10-02



SECRETARY OF STATENS
DIVISION OF CORPORATIONS
OR MAY -4 PH 2:57

I, KAREN L. BRIDGES, having been appointed Registered Agent of KAREN L. BRIDGES, P.A., do hereby agree to act in this capacity and to comply with the provisions of all statutes relative to the proper and complete performance of my duties this ________, 1998.

KAREN L. BRIDGES