CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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Townsend Place Realty, Inc.

Signature

Name

Walk-In _

Requested by:

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ARTICLES OF INCORPORATION OF TOWNSEND PLACE REALTY, INC.

ARTICLE I.

<u>NAME</u>

The name of the Corporation is: TOWNSEND PLACE REALTY, INC.

ARTICLE II.

DURATION

This Corporation shall have perpetual existence.

ARTICLE III.

PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV.

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this Corporation is 855 S. Federal Highway, Suite 212, Boca Raton, Florida 33432.

ARTICLE V.

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 980 N. Federal Highway, Suite 410, Boca Raton, Florida, 33432, and the name of the initial registered agent of this Corporation at that address is David B. Dickenson.

ARTICLE VI.

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 is:

Sandra Rankin Dahman 855 S. Federal Highway, Suite 212 Boca Raton, Florida 33432

ARTICLE VII.

CAPITAL STOCK

This Corporation is authorized to issue One Thousand (1000) shares of ONE DOLLAR (\$1.00) par value stock.

A majority of the outstanding shares shall constitute a quorum at shareholders' meetings unless the By-Laws shall make provision for some lesser percentage of shares (but not less than 33-1/3%).

ARTICLE VIII.

INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Sandra Rankin Dahman 855 S. Federal Highway, Suite 212 Boca Raton, Florida 33432

ARTICLE IX.

POWERS

This Corporation shall have all of the corporate powers enumerated in the Florida Business Corporations Act.

ARTICLE X.

MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in meetings of the Board of Directors by means of a conference telephone as provided by law.

ARTICLE XI.

ACTION BY BOARD OF DIRECTORS WITHOUT A MEETING

The directors of this Corporation may take action by written consent, as provided by law.

ARTICLE XII.

INDEMNIFICATION

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

ARTICLE XIII.

<u>AMENDMENT</u>

This Corporation reserves the right to amend or repeal any provisions contained in these Articles, or any amendments hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this $\underline{4}$ day of June, 1998.

SANDRA RANKIN DAHMAN

STATE OF FLORIDA COUNTY OF PALM BEACH

The foregoing Articles of Incorporation were acknowledged before me this ______ day of June, 1998, by SANDRA RANKIN DAHMAN. She is _personally known to me, or _____ as identification.

OFFICIAL NOTARY SEAL
SANDY COHEN
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC553446
MY COMMISSION EXP. MAY 19,2000

NOTARY PUBLIC, State of Florida

[SEAL]

SANDY COHEN

Printed Name of Notary/Serial Number

My Commission Expires:

ACCEPTANCE OF REGISTERED AGENT

The undersigned being named as Registered Agent to accept service of process of TOWNSEND PLACE REALTY, INC., at the place designated in these Articles, hereby agrees to act in that capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of those duties.

Date: June 4, 1998

David B. Dickenson

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