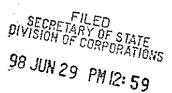
J. WENDELL WHITEHOUSE, P.A.

ATTORNEY AT LAW 143 SOUTH RIDGEWOOD DRIVE SEBRING, FLORIDA 33870

(941) 471-0200



FAX (941) 471-2919 June 26, 1998

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

> > Re: GREGORY KARLSON, P.A.

800002574638--1

****122.50 ****122.50

Dear Sir or Madam:

Please find enclosed original and one signed copy of the Articles of Incorporation for the above corporation. I have also enclosed this firm's check in the amount of \$122.50 for the filing and certified copy fee.

Please process at your earliest opportunity and return the certified copy of the Articles of Incorporation to this office.

Thank you for your assistance. If you have any questions, please call me.

Sincerely,

Patricia Molinaro

Legal Secretary

Enclosures



ARTICLES OF INCORPORATION

OF

GREGORY KARLSON, P.A.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation is GREGORY KARLSON, P. A.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is: 3049 Placidview Drive, Sebring, Florida 33852.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of providing real estate sales services together with engaging in all lawful business permitted to a corporation organized under the Florida General Corporation Law, as in effect from time to time.

ARTICLE IV. CAPITAL STOCK AUTHORIZED

This corporation is authorized to issue five hundred (500) shares of common stock at no par value.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered agent office of this corporation is 3200 U.S. 27 South, Suite 306, Sebring, Florida 33870 and the name of the initial registered agent is PHILLIP W. STATLER, INC.

ARTICLE VI. INCORPORATORS

The name and address of each Incorporator is as follows:

Gregory Karlson 3049 Placidview Drive

Lake Placid, Florida 33870

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The name and address of the initial Board of Directors is as follows:

Gregory Karlson

3049 Placidview Drive

Lake Placid, Florida 33870

ARTICLE VIII. AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this day of June, 1998.

Gregory Karlson

STATE OF FLORIDA COUNTY OF HIGHLANDS

Before me personally appeared **GREGORY CARLSON**, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 25 day of June, 1998.



ACCEPTANCE BY REGISTERED AGENT

The undersigned is familiar with the duties and responsibilities as Registered Agent and hereby accepts appointment as Registered Agent of GREGORY KARLSON, P. A., and who did take an oath.

DATED this 26 day of June, 1998.

PHILLIP W. STATLER

STATE OF FLORIDA COUNTY OF HIGHLANDS

Before me personally appeared PHILLIP W. STATLER, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this day of June, 1998.

Notary Public