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FROM: EMPIRE CORPORATE KIT COMPANY
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NAME: ELIZABETH B. CALDWELL, P.A.

AUDIT NUMBER.....H98000014128

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SECRETARY OF STATE
TALLAHASSEE FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 30, 1998

EMPIRE

SUBJECT: ELIZABETH B. CALDWELL, P.A.
REF: W98000017391

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Neysa Culligan
Document Specialist

FAX Aud. #: H98000014128
Letter Number: 998A00040165

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**ARTICLES OF INCORPORATION OF
ELIZABETH B. CALDWELL, P.A.**

I, THE UNDERSIGNED, hereby establish myself for the purpose of becoming a corporation under the laws of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I. NAME

The name of the corporation shall be **ELIZABETH B. CALDWELL, P.A.**

ARTICLE II. PURPOSE

The general character or nature of the business to be transacted by this corporation is to provide real estate services, which are permitted under the laws of the United States and the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares having a par value of Five (\$5.00) Dollars per share.

ARTICLE IV. CAPITALIZATION

The amount of capital with which this corporation shall begin business shall not be less than Five Hundred (\$500.00) Dollars.

Debbie Macfarlan, Esq., 100 So. Biscayne Blvd.,
#1300, Miami, FL 33131; FBN: 763217 (305) 372-1111

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ARTICLE V. DURATION

The corporation shall have perpetual existence.

ARTICLE VI. PRINCIPAL OFFICE

The initial street address of the corporation's principal office is
1216 Camellia Circle, Weston, FL 33326.

ARTICLE VII. MANAGEMENT BY SHAREHOLDERS

The corporation shall be a closed corporation within the meaning of and governed by,
The Florida Closed Corporation Act. The business of the corporation shall be managed by its
shareholders and there shall be no directors.

ARTICLE VIII. SUBSCRIBERS

The name and address of each person signing these Articles of Incorporation as a
subscriber is ELIZABETH B. CALDWELL, 1216 Camellia Circle, Weston, FL 33326.

ARTICLE IX. DISSOLUTION

The corporation may be dissolved at any time (1) by unanimous written consent of the
shareholders; (s) of the affirmative vote of the holders of at least two-thirds of the outstanding
shares of the corporation entitled to vote thereof. On dissolution, the corporation 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.

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ARTICLE X. REGISTERED AGENT

The name and address of the Registered Agent is ELIZABETH B. CALDWELL, 1216
Camellia Circle, Weston, FL 33326.

IN WITNESS HEREOF, I the undersigned incorporator of this corporation have executed
these Articles of Incorporation at, Miami, Florida on this 8th day of July, 1998.

Elizabeth B. Caldwell
ELIZABETH B. CALDWELL

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STATE OF FLORIDA)
) ss:
COUNTY OF DADE)

Before me, personally appeared ELIZABETH B. CALDWELL, to me well known and known to me to be the individual described herein and who executed the foregoing Articles of Incorporation, and acknowledges before me that she executed same for the purpose therein expressed.

WITNESS MY HAND AND OFFICIAL SEAL in the county and state named above this 8th day of July, 1998.

My Commission Expires:

NOTARY PUBLIC, STATE OF FLORIDA



ANDREW MANGINI
COMMISSION # 397552
EXPIRES AUG 3, 1998
ALAN INSURANCE SERVICES
1-800-486-9040

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE 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.

Elizabeth B. Caldwell
REGISTERED AGENT

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