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THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 971371 81374A

AUTHORIZATION :

COST LIMIT : PPD

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 SEP 23 PM 2:45

ORDER DATE : September 23, 1998

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ORDER NO. : 971371-005

CUSTOMER NO: 81374A

CUSTOMER: Levi England, Esq  
ENGLAND & DONATO  
7700 Davie Road Extension  
Hollywood, FL 33024

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DOMESTIC FILING

NAME: KATHY WORKMAN HERBERT, P.A.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

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XX CERTIFIED COPY

CONTACT PERSON: Robert Turner

EXAMINER'S INITIALS:

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**ARTICLES OF INCORPORATION**

**OF**

**KATHY WORKMAN HERBERT, P.A.**

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The undersigned natural person, competent and licensed as a realtor in the State of Florida, acting hereby as incorporator for the purpose of forming a Professional Service Corporation for profit under the provisions of the Florida Professional Services Corporation Act, Chapter 621, Florida Statutes, hereby adopts the following Articles of Incorporation:

**ARTICLE I**  
**NAME OF CORPORATION**

The name of this Corporation shall be **KATHY WORKMAN HERBERT, P.A.**

**ARTICLE II**  
**PURPOSES**

The general nature and purposes of business to be transacted, promoted and carried on by the Corporation are as follows:

A. To engage in every aspect of a realtor and all matters concerning the sale, rental and management of real or personal property and business opportunities;

B. To engage in and render the professional services only through its officers, agents and employees who shall be realtors in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this Corporation;

C. To borrow funds, invest funds in real and personal property and other legal investments and to sell property and assets owned by the Corporation from time to time;

D. To do everything necessary and proper in accomplishing the purposes set forth and to do anything incidental thereto which is not forbidden by law.

**ARTICLE III**  
**CAPITAL STOCK**

The maximum number of shares of stock that the Corporation

is authorized to have outstanding at anytime shall be 1,000 shares of common stock at \$1.00 par value. The consideration to be paid for each share shall be payable in lawful money or property, labor or services. Shares of the Corporation's stock and certificates shall be issued only to realtors in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this Corporation.

**ARTICLE IV**  
**DURATION**

The Corporation shall have perpetual existence.

**ARTICLE V**  
**REGISTERED AGENT AND OFFICE**

The Corporation's principal office and initial registered office is 2791 Oakbrook Manor, Weston, Florida 33332, and the name of its initial registered agent at said address is Kathy Workman Herbert.

**ARTICLE VI**  
**INCORPORATOR**

The name and address of the incorporator is Kathy Workman Herbert, 2791 Oakbrook Manor, Weston, Florida 33332.

**ARTICLE VII**  
**BOARD OF DIRECTORS**

The Corporation shall have a Board of Directors consisting of one (1) person. The name and address of the initial Director is Kathy Workman Herbert, 2791 Oakbrook Manor, Weston, Florida 33332. The number of Directors may be increased from time to time by a resolution of the majority of the shareholders.

**ARTICLE VIII**  
**INFORMAL SHAREHOLDER ACTION**

Any action of the shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the shareholders entitled to vote upon such action at a meeting and such consent is filed with the Secretary of the Corporation as part of the corporate records.

**ARTICLE IX**  
**INFORMAL DIRECTOR ACTION**

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the Corporation, and the writings evidencing their consent are filed with the Secretary of the Corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of

Directors.

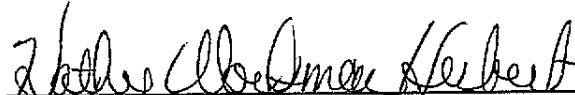
**ARTICLE X**  
**INDEMNIFICATION**

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

**ARTICLE XI**  
**BY-LAWS**

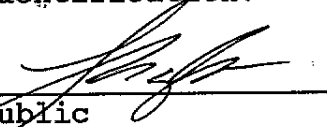
The power to adopt, alter, amend or repeal the by-laws of the Corporation shall be vested in the Board of Directors and shareholders, provided that any amendment shall be in compliance with the laws of the State of Florida governing Professional Services Corporations.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation in the State of Florida this 2 day of September, 1998.

  
KATHY WORKMAN HERBERT

STATE OF FLORIDA  
COUNTY OF BROWARD

The foregoing Articles of Incorporation were acknowledged before me this 2 day of September, 1998, by KATHY WORKMAN HERBERT ( ) who is personally known to me or ( ) who produced \_\_\_\_\_ as identification.

  
Notary Public  
State of Florida  
Name: \_\_\_\_\_



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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN  
THIS STATE, NAMING AGENT UPON WHOM PROCESS  
MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

**KATHY WORKMAN HERBERT, P.A.**, organized under the laws of the State of Florida, with its principal office at:

2791 Oakbrook Manor  
Weston, FL 33332

has named:

**KATHY WORKMAN HERBERT**

located at that address as its agent to accept service of process within this State.

Having been named to accept service of process for the above-stated corporation, at the place designated in this capacity, I agree to comply with the provisions of said Act relative to keeping open said office.

  
**KATHY WORKMAN HERBERT**