

TINO GONZALEZ, P.A.
ATTORNEY AT LAW
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Melbourne, Florida 32901
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P98000086655
October 5, 1998

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

RE: REAL ESTATE DIRECT INDIAN RIVER, *INC.*
BREVARD LAND CO.

Dear Sir/Madam:

800002659108--3
-10/08/98--01057--002
*****157.50 *****78.75

Enclosed herein please find:

1. Articles of Incorporation for filing for REAL ESTATE DIRECT INDIAN RIVER.
2. Articles of Amendment for filing for BREVARD LAND CO.
3. Check in the amount of \$157.50 to cover the filing fees.

Please return the certified copies of the Articles of Incorporation and the Articles of Amendment to our office as soon as possible.

Should you have any questions, please do not hesitate to call us.
Thank you.

Very Truly Yours,

Marcia Korotsky

Marcia Korotsky
Legal Assistant to
Tino Gonzalez

FILED
98 OCT -8 AM 11:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DMC
10/9/98

Enclosures

(5)

*Call Marcia gave
auth by phone to
add the suffix (INC.)
10/9/98*

**ARTICLES OF INCORPORATION
OF**

REAL ESTATE DIRECT INDIAN RIVER, INC.

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TALLAHASSEE, FLORIDA

ARTICLE I - CORPORATE NAME

The name of this corporation is REAL ESTATE DIRECT INDIAN RIVER, ^{/INC.} whose principal office and mailing address is 111 South Scott Street, Melbourne, Florida 32935.

ARTICLE II - NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 7,500 shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE IV - TERM OF EXISTENCE

This corporation shall have perpetual existence, commencing upon filing of these articles.

ARTICLE V - REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Frank Schrader
111 South Scott Street
Melbourne, FL 32901

ARTICLE VI - BOARD OF DIRECTORS

This corporation shall have 1 director initially. The number of directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one (1).

ARTICLE VII - INITIAL DIRECTORS

The name and address of the initial director of this corporation are:

Frank Schrader
111 South Scott Street
Melbourne, Florida 32901

The person named as the initial director shall hold office for the first year of existence of this corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII - INCORPORATOR

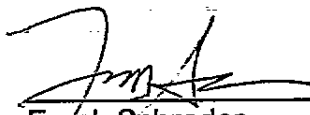
The name and street address of the person signing these Articles of Incorporation as the sole incorporator is:

Frank Schrader
111 South Scott Street
Melbourne, FL 32901

ARTICLE IX - AMENDMENT

The shareholders shall have the power to adopt, amend, or repeal the Articles of Incorporation when proposed and approved at a shareholder's meeting with not less than a majority vote of the common stock.

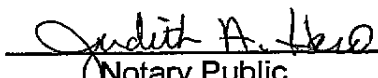
IN WITNESS WHEREOF, the undersigned, as sole incorporator, has executed the foregoing Articles of Incorporation on the 5 day of October, 1998.



Frank Schrader

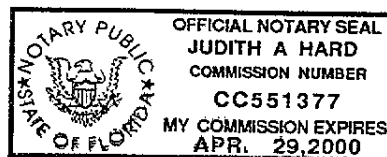
STATE OF FLORIDA
COUNTY OF BREVARD

BEFORE ME, the undersigned authority, personally appeared Frank Schrader, to me known to be the person described as the sole incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on this 5th day of October, 1998.



Notary Public

My Commission Expires:



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

FILED

98 OCT -8 AM 11:38

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance
with said act:

FIRST: That REAL ESTATE DIRECT INDIAN RIVER, ^{/INC.} desiring to organize under the
laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation,
in Melbourne, Brevard County, Florida, has named FRANK SCHRADER of 111 South Scott
Street, Melbourne, Florida 32901, as its agent to accept service of process within the State.

ACKNOWLEDGMENT: Having been named to accept service of process for the above
stated corporation, I hereby accept to act in this capacity and agree to comply with the provisions
of said act relative to keeping open said office.


FRANK SCHRADER
Registered Agent