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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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**ARTICLES OF INCORPORATION OF
BROTHERS REAL ESTATE ASSOCIATES, INC.**

The undersigned subscriber to these Articles of Incorporation, desiring to form a business corporation under the Florida General Corporation Act, as amended, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation shall be: **BROTHERS REAL ESTATE ASSOCIATES, INC.**

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation shall be:

133 Island Drive
Ocean Ridge, Florida 33435

ARTICLE III - CAPITAL STOCK

The number of shares of stock that the corporation is authorized to have outstanding at any one time is one thousand (1,000) shares, without par value.

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent of the corporation is:

Charles V. Arnold
133 Island Drive
Ocean Ridge, Florida 33435

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ARTICLE V - INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is:

Charles V. Arnold
133 Island Drive
Ocean Ridge, Florida 33435

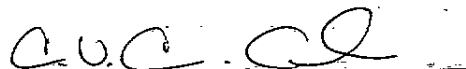
ARTICLE VI - DIRECTORS

The names and addresses of the initial directors of the corporation are:

Charles V. Arnold
133 Island Drive
Ocean Ridge, Florida 33435

Steven T. Arnold
133 Island Drive
Ocean Ridge, Florida 33435


IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation
this 10th day of November, 1998.


Charles V. Arnold
Incorporator

STATE OF FLORIDA)
 : SS:
COUNTY OF PALM BEACH)

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County above named to take acknowledgments, personally appeared CHARLES V. ARNOLD, personally known to me or who produced _____ as identification and who executed the foregoing Articles of Incorporation and who acknowledged before me that he subscribed to these Articles of Incorporation as Incorporator.

WITNESS my hand and official seal at Delray Beach, Florida this 10th day of November, 1998.



Notary Public



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

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is:

BROTHERS REAL ESTATE ASSOCIATES, INC.

2. The name and address of the registered agent and office is:

Charles V. Arnold
133 Island Drive
Ocean Ridge, Florida 33435

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

Dated: Nov 10th, 1998


Charles V. Arnold

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