

P98000105212

Louise B. Ballenger  
727 23rd Ave. N  
St. Petersburg, FL 33704  
December 14, 1998  
(727) 823-6621

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-12/17/98--01108--117  
\*\*\*\*\*70.00 \*\*\*\*\*0.00

Florida Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

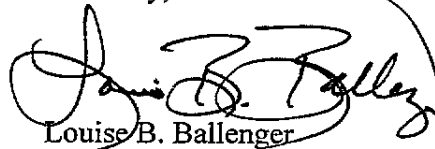
Dear Sir/Madame:

Please find enclosed the articles of incorporation for a new corporation, Louise B. Ballenger P.A., in addition to a check in the amount of \$70.00 to cover the filing fees.

If you have any questions, please feel free to call me at the number above.

Thank-you.

Sincerely,

  
Louise B. Ballenger

**FILED**  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION  
OF  
Louise B. Ballenger P.A.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under Chapters 607 and 621 of the Florida Statutes, adopts the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is Louise B. Ballenger P.A.

SECOND: The principal street address of the corporation is:

727 23rd Ave. N.  
St. Petersburg, FL 33704

THIRD: The period of its duration is for the natural life of Louise B. Ballenger, or until such time as Louise B. Ballenger ceases to provide professional real estate sales and management services as a Florida real estate agent, pursuant to such a position as is licensed and authorized by the Florida Real Estate Commission.

FOURTH: The purpose for which the corporation is organized is to render professional services involving real estate sales and rental management of real property.

FIFTH: The aggregate number of shares which the corporation will have authority to issue is 150 (one hundred fifty) shares of common stock, each share with a par value of \$1.00 (one dollar).

SIXTH: The number of directors constituting the initial board of directors is one, and the name and address of the person who is to serve as director until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

Louise B. Ballenger  
727 23rd Ave. N.  
St. Petersburg, FL 33704

SEVENTH: The name and address of the incorporator is:

Louise B. Ballenger  
727 23rd Ave. N.  
St. Petersburg, FL 33704

EIGHTH: No capital stock shall be issued to anyone other than to another individual who is duly licensed as a Florida real estate agent and thus authorized to provide professional real estate sales and/or real estate rental services within the state of Florida.

NINTH: If any member, officer, shareholder, agent, or employee of this corporation who has been rendering professional real estate sales and/or real estate rental services to the public becomes legally disqualified to render such professional services within the state of Florida, or accepts employment that, pursuant to existing law, places restrictions or limitations upon that person's continued rendering of such professional services, that person shall sever all employment with, and financial interest in, this corporation.

TENTH: No shareholder of this corporation may sell or transfer his or her shares except to another individual who is eligible to be a shareholder of this corporation pursuant to paragraph eight.

ELEVENTH: This corporation shall exchange shares or merge only with other domestic professional corporations organized under Chapter 621 of the Florida Statutes to render professional real estate sales and/or real estate management services.

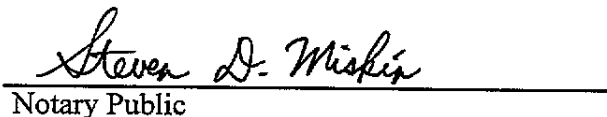
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation December 14, 1998.



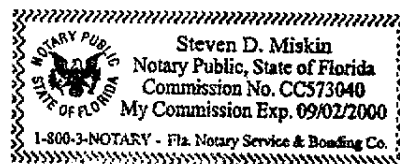
State of Florida

County of Pinellas:

The attached Articles of Incorporation for Louise B. Ballenger P.A. were hereby acknowledged and sworn to before me December 14, 1998 by Louise B. Ballenger. Louise B. Ballenger is personally known to me.

  
Notary Public

My Commission Expires: 9-2-2000



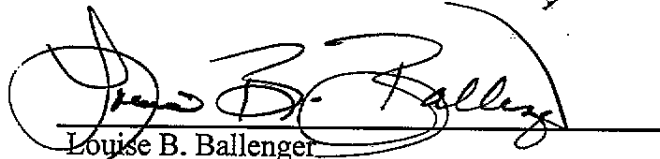
**CERTIFICATE DESIGNATING  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325 of the Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating its registered agent/registered office in the State of Florida:

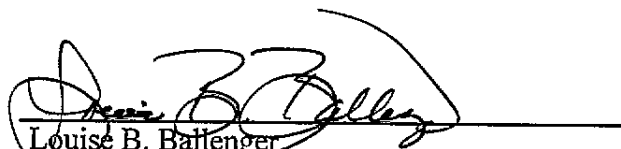
1. The name of the corporation is Grace Group Realtors Inc.
2. The name and address of the registered agent and office is:

Louise B. Ballenger  
727 23rd Ave. N.  
St. Petersburg, FL 33704

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TALLAHASSEE, FLORIDA

  
\_\_\_\_\_  
Louise B. Ballenger  
President  
December 14, 1998

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325 of the Florida Statutes.

  
\_\_\_\_\_  
Louise B. Ballenger  
December 14, 1998