

P99000013676

February 3, 1999

New Filings Section  
Division of Corporations  
Florida Department of State  
PO Box 6327  
Tallahassee, FL 32314

200002770552--2  
-02/09/99-01122-008  
\*\*\*\*122.50 \*\*\*\*\*78.75

RE: Palm Beach Realty Group, Inc.

Dear Sir or Madam:

Enclosed is our check in the amount of \$122.50 which covers the cost of filing the Articles of Incorporation on the above company as well as the fee for returning a set of the Certified copy of the Articles.

Please return the Articles to the following address:

Mr. George B. McElroy  
4521 PGA Blvd. Suite 308  
Palm Beach Gardens, FL 33418

Thank you in advance for your cooperation.

Sincerely,

George B. McElroy

FILED  
99 FEB -9 PM 2:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1 B. BROCK FEB 11 1999

**ARTICLES OF INCORPORATION**

**OF**

**ARTICLE ONE**

**NAME OF CORPORATION**

The name of the corporation is Palm Beach Realty Group, Inc.

**ARTICLE TWO**

**DURATION**

This corporation shall have perpetual existence commencing on the date of the filing of these articles with the Department of State.

**ARTICLE THREE**

**PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under chapter 607, Florida Statutes, as same now exists or as it may be hereafter amended.

**ARTICLE FOUR**

**CAPITAL STOCK**

This corporation is authorized to issue 1000 shares of (\$.01) par value common stock which shall be designated as "Common Shares".

**ARTICLE FIVE**

**PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE SIX**

**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 4521 PGA Boulevard, Suite 308, Palm Beach Gardens, FL 33418 and the initial registered agent of this Corporation at that address is George B. McElroy. The corporation's principal address shall be at 4521 PGA Boulevard, Suite 308, Palm Beach Gardens, FL 33418

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**ARTICLE SEVEN**  
**INITIAL BOARD OF DIRECTORS**

The Corporation shall have two Directors constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws; however, there shall never be less than two Directors or more than six. The names and address of the initial Board of Directors are as follows:

George B. McElroy 725 Hummingbird Way, Unit 102, North Palm Beach, FL 33408

T. Dominic Vara 4521 PGA Boulevard, Suite 308, Palm Beach Gardens, FL 33418

**ARTICLE EIGHT**  
**INCORPORATORS**

The name and address of the Incorporator signing these articles is:

George B. McElroy  
4521 PGA Boulevard Suite 308  
Palm Beach Gardens, FL 33418

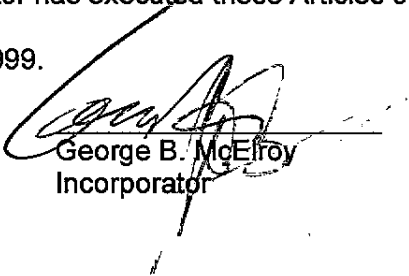
**ARTICLE NINE**  
**INDEMNIFICATION**

The corporation shall indemnify any Officer or Director of any former officer or director, to the full extent permitted by law.

**ARTICLE TEN**  
**AMENDMENT**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

In Witness whereof, the undersigned Incorporator has executed these Articles of Incorporation on this the 3rd day of February 1999.

  
George B. McElroy  
Incorporator

STATE OF FLORIDA  
COUNTY OF PALM BEACH

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared George B. McElroy, known to me to be and known by me to be the person, who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County

above this 3rd day of February 1999.

  
Notary Public

My Commission Expires:

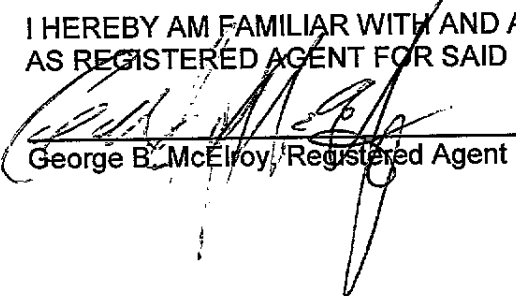


Marilyn J Beladino

My Commission CC645209

Expires May 26, 2001

I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTES AND RESPONSIBILITIES  
AS REGISTERED AGENT FOR SAID CORPORATION.

  
George B. McElroy, Registered Agent

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