



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 133633 83577A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : February 12, 1999

ORDER TIME : 11:49 AM

ORDER NO. : 133633-005

CUSTOMER NO: 83577A

800002773968--1  
-02/12/99--01051--022  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

CUSTOMER: E. Glenn Tucker, Esq  
RHODES & TUCKER  
RHODES & TUCKER  
Suite 204  
950 North Collier Boulevard  
Marco Island, FL 34145

DOMESTIC FILING

NAME: DENNIS BROWN REAL ESTATE  
PROFESSIONALS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 FEB 12 PM 3:44

99 FEB 12 PM 12:55  
DIVISION OF CORPORATIONS  
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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 FEB 12 PM 3:44

ARTICLES OF INCORPORATION

OF

DENNIS BROWN REAL ESTATE PROFESSIONALS, INC.

ARTICLE I  
NAME

The name of this corporation is DENNIS BROWN REAL ESTATE PROFESSIONALS, INC.

ARTICLE II  
DURATION

The corporation shall have a perpetual existence.

ARTICLE III  
PURPOSE

The general nature of the business to be transacted is all lawful business, including the authority:

To manufacture, purchase or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services, of every class, kind and description; that it is not to conduct a banking, safe deposit, trust insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

ARTICLE IV  
CAPITAL STOCK

The maximum number of shares which this corporation is authorized to have outstanding at any time is 1,000 shares of common stock having no par value.

ARTICLE V  
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office of this corporation shall be Sun Bank Centre-Suite 204, 950 North Collier Blvd., Marco Island, County of Collier, State of Florida, 34145, and the initial registered agent of this corporation at such office shall be E. GLENN TUCKER, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process. The principal office of this corporation is 997 North Collier Blvd., Marco Island, Florida 34145.

ARTICLE VI  
MANAGEMENT OF CORPORATION

The business of this corporation shall be managed by the stockholders rather than by a Board of Directors.

The stockholders shall be deemed directors and shall be subject to the liabilities of directors. Any action required of directors may be taken by the stockholders pursuant to law. Each stockholder shall have one vote per share of stock.

ARTICLE VII  
INITIAL SUBSCRIBER AND INCORPORATOR

The name and street address of the person signing these Articles of

Incorporation are:

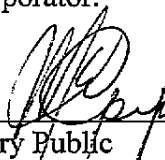
<u>Name</u>	<u>Address</u>
MARGARET M. MACALUSO	10059 Brightfield Court Orlando, FL 32821-8274

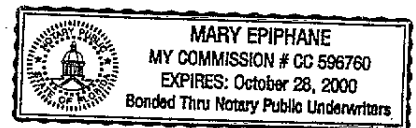
  
MARGARET M. MACALUSO

STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing Articles of Incorporation DENNIS BROWN REAL ESTATE PROFESSIONALS, INC., were acknowledged before me this 5 day of February 1999, by MARGARET M. MACALUSO, as Incorporator.

  
\_\_\_\_\_  
Notary Public  
My Commission Expires:



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for DENNIS BROWN REAL ESTATE PROFESSIONALS, INC., at the place designated in the Articles of Incorporation, E. GLENN TUCKER, agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 relative to keeping open such office.

Date: 2/5/99

  
E. GLENN TUCKER

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 FEB 12 PM 3:44