



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 173635 7132271

AUTHORIZATION :

COST LIMIT : *Patricia Pugh*
~~178445~~

ORDER DATE : March 18, 1999

ORDER TIME : 10:38 AM

ORDER NO. : 173635-005

100002810511--1

CUSTOMER NO: 7132271

CUSTOMER: Ms. Michelle M. Isles
DAVID P. RANKIN, P.A.
DAVID P. RANKIN, P.A.
Suite 332
3837 Northdale Boulevard
Tampa, FL 33624

DOMESTIC FILING

NAME: THE MALL HOUSE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Lamm

EXAMINER'S INITIALS:

2557-6011
W99-6640

3/31/99

RECEIVED

99 MAR 18 PM 12:00

DIVISION OF CORPORATION

99 MAR 18 PM 1:20

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Katherine Harris **DIVISION OF CORPORATION**
Secretary of State

RECEIVED

99 MAR 21 AM 8:52

March 19, 1999

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: THE MALL HOUSE, INC.
Ref. Number: W99000006640

We have received your document for THE MALL HOUSE, INC. and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being returned for the following:

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 699A00013749

RESUBMIT
Please give original
submission date as file date.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 18 PM 1:20

ARTICLES OF INCORPORATION
OF THE MALL HOUSE, INC.
A CORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 MAR 18 PM 1:20

The undersigned, all of whom are duly licensed to The Mall House, Inc. in the State of Florida, desiring to form a corporation in accordance with Chapter 607 of the Florida Statutes, adopt the following Articles of Incorporation:

ARTICLE ONE

NAME

- 1.01 The name of the Corporation shall be The Mall House, Inc.

ARTICLE TWO

REGISTERED OFFICE AND AGENT

- 2.02 The location and address of the Corporation's initial principal office in Florida is The Mall House, Inc., 12966 Dale Mabry Hwy. N., Tampa, Florida 33624. **The initial registered agent at the registered office is Mario Polo.**

ARTICLE THREE

PURPOSE

- 3.01 The purpose for which the Corporation is organized shall be to engage in the business of real estate services within the State of Florida and to take all actions that are necessary or proper in connection with that practice.

ARTICLE FOUR

DURATION

- 4.01 The term of existence of the Corporation is perpetual.

ARTICLE FIVE

INCORPORATORS

- 5.01 The names and post office addresses of the incorporators are:

Name

Mario Polo

Address

12966 Dale Mabry Hwy. N.
Tampa, Florida 33624

ARTICLE SIX

DIRECTORS

6.01 The Board of Directors shall consist of one member:

Name: Mario Polo
12966 Dale Mabry Hwy. N.
Tampa, FL 33624

ARTICLE SEVEN

CAPITAL STOCK

7.01 The number of shares of stock that the corporation is authorized to have outstanding is 100 all of which shall be common shares with par value of ten dollars (\$10.00)

ARTICLE EIGHT

STATED CAPITAL

8.01 The amount of capital with which the corporation shall begin business is one thousand dollars (\$1,000.00).

ARTICLE NINE

AMENDMENT OF ARTICLES

9.01 The Corporation reserves the right to amend these Articles of Incorporation at any time in a manner now or subsequently permitted by statute. Any change authorized by the holders of shares entitling them to exercise a majority of the voting power of the Corporation or any greater number that may then be required by statute, shall be binding and conclusive on every shareholder of the Corporation as fully as if each shareholder had voted for the change. No shareholder, notwithstanding that he or she may have voted against the amendment or may have objected in writing, shall be entitled to payment of the fair cash value of his or her shares or any other rights of a dissenting shareholder

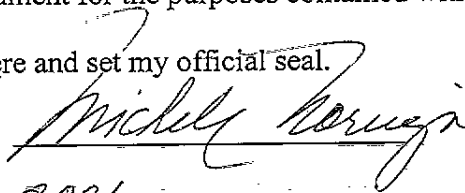
IN WITNESS WHEREOF, we have signed these Articles of Incorporation on
3-16-1999


Mario Polo

STATE OF FLORIDA
COUNTY OF Hillsborough

On March 16, 1999, before me President, the undersigned officer, personally
appeared Mario Polo, known to me to be the person whose name is subscribed to this document
and acknowledged that he executed the document for the purposes contained within it.

IN WITNESS WHEREOF, I sign here and set my official seal.



My commission expires 5-27-2001



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

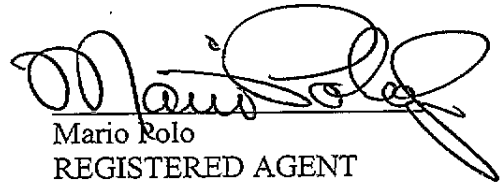
99 MAR 18 PM 1:20

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating its registered office and registered agent, in the State of Florida.

1. The name of the Corporation is The Mall House, Inc.
2. The name and address of the registered agent is:

Mario Polo
12966 Dale Mabry Hwy. N.
Tampa, FL 33624

Signed:



Mario Polo
REGISTERED AGENT
March 24, 1999

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.

SIGNATURE: 

DATE: 3-23-99