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4851 Tamiami Trail N.
Suite #100
Naples, FL 34103

City

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-05/17/99--01112--001
*****70.00 *****70.00

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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 1999 MAY 17 AM 8 47
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
SUSAN PAYNE, P.A.**

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act hereby adopt the following articles of incorporations:

ARTICLE I

NAME

The name of the corporation is Susan Payne, P.A.

ARTICLE II

DURATION

The term of existence of the corporation is perpetual.

ARTICLE III

PURPOSE

The corporation is formed to provide real estate sales and service and to transact any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE IV

CAPITAL STOCK

The aggregate number of shares, which the corporation has authority to issue, is 500 all of which shall be common shares with a par value of \$1.00.

ARTICLE V

PRINCIPAL OFFICE, REGISTERED OFFICE & MAILING ADDRESS
ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The principal place of business registered office and mailing address of the corporation is 2440 River Reach Naples, Florida 34104 and the name of the initial registered agent at such address is Susan Payne. The registered offices' phone number is 941 262-7209.

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ARTICLE VI

MANAGEMENT

The business of the corporation shall be managed by the stockholders of the corporation rather than by a board of directors.

ARTICLE VII

INCORPORATORS, SUBSCRIBERS, STOCKHOLDERS AND OFFICERS

The initial subscribers, stockholders and officers are:

Susan Payne

President, Secretary

ARTICLE VIII

COMMENCEMENT OF EXISTENCE

The corporation shall be deemed to commence its existence when these Articles are filed with the Office of the Secretary of State, State of Florida.

IN WITNESS WHEREOF, I have subscribed my name this 10 day of May 1999.

Susan Payne, Pres./Sec.

Susan Payne
President, Secretary

STATE OF FLORIDA

COUNTY OF COLLIER

On this 10th day of May, 1999, before me personally appeared
Susan Payne, Florida Drivers License Number P500-796-43-730-0

known to me to be the persons whose names are subscribed to the within instrument, and
acknowledged that they executed the same for the purpose therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Nancy L. Hocenic

Notary Public

My Commission Expires:



NANCY L. HOCENIC
COMMISSION # CC 567944
EXPIRES SEP 22, 2000
BONDED THRU
ATLANTIC BONDING CO INC

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0801 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED 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.

The name of the corporation is Susan Payne, P.A.
The name and address of the registered agent and office is:

Susan Payne
2440 River Reach
Naples, Florida 34104
941 262-7209

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.


Susan Payne

5/10/99
Date

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TALLAHASSEE, FLORIDA