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June 21, 1999

DIVISION OF CORPORATIONS 409 EAST GAINES STREET TALLAHASSEE, FL 32399

Cellan Specting

To whom it may concern:

Enclosed are two copies of the Articles of Incorporation for ALAN SPERLING, P.A., INC. along with a check in the amount of \$122.50. Please send a certified copy of the articles to:

ALAN SPERLING, P.A., INC. 10848 La Salinas Circle Boca Raton, FL 33428

Sincerely,

Alan Sperling

99 JUL 21 PH 2: 43
SECRETARY OF STATE
ALLAHASSEE, FLORIDA

DK40001145

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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

June 28, 1999

ALAN SPERLING 10848 LA SALINAS CIRCLE BOCA RATON, FL 33428

SUBJECT: ALAN SPERLING, P.A., INC.

Ref. Number: W99000014957

We have received your document for ALAN SPERLING, P.A., INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The specific nature of business of the professional association must be stated in the document.

The only acceptable corporate suffixes for professional associations are PROFESSIONAL ASSOCIATION, P.A., and CHARTERED.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

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) 487-6925.

Barbara Brock Document Specialist

Letter Number: 899A00034038

ARTICLES OF INCORPORATION

OF

ALAN SPERLING, P.A. ARTICLE I

99 JUL 21 PM 2: 43
TALLAHASSEE, FISTATE
THIS address being RIDA

The name of this corporation is ALAN SPERLING, P.A. with it's principle and mailing address being RIDA 10848 LA SALINAS CIRCLE, BOCA RATON, FL 33428.

ARTICLE II

This corporation shall exist perpetually, unless sooner dissolved according to law.

ARTICLE III

The general nature of the business is to be transacted as follows:

SECTION 1: To buy and sell real estate and to sell mortgage loans.

ARTICLE IV

The foregoing clauses shall be construed both as objects and powers, but no recitation, expression or declaration of specific or special powers or purposes herein enumerated shall be deemed to be exclusive, but it is hereby expressly declared that all other lawful powers not inconsistent herewith are hereby included.

ARTICLE V

Any unissued stock or such additional authorized issue of new stock or of other securities convertible into stock may be issued and disposed of pursuant to resolution of the Board of Directors to such other persons, firms, corporations or associations and upon such terms as may be deemed advisable by the Board of Directors in the exercise of their discretion.

ARTICLE VI

The maximum number of shares of stock this corporation is authorized to have outstanding at any time shall be 500 shares of One dollar (\$1.00) par value, unless duly changed in accordance with the laws of the State of Florida. It is the intention of this corporation that the stock issued shall qualify as "Section 1244 stock", as such term is defined in the Internal Revenue Code and the Regulations issued thereunder.

ARTICLE VII

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, 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 VIII

The street address of the initial registered office of this corporation in the State of Florida shall be at 10848 La Salinas Circle, Boca Raton, FL 33428 and the name of the initial registered agent of this corporation at that address is Alan Sperling and may have such other places of business both within and without the State of Florida, and in foreign countries, as may be necessary and convenient.

ARTICLE IX

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws adopted by the stockholders, but shall never be less than one.

ARTICLE X

The name and street address of the first Board of Directors of this Corporation, who shall hold office until the organization meeting of this corporation, and until his successors are elected and have qualified, is:

Alan Sperling 10848 La Salinas Circle Boca Raton, FL 33428

ARTICLE XI

The name and street address of the subscriber to the Articles of Incorporation is as follows:

Alan Sperling 10848 La Salinas Circle Boca Raton, FL 33428

ARTICLE XII

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of the Articles of Incorporation be made.

ARTICLE XIII

In accordance with F.S. 607.167, the date of corporate existence of this Corporation shall be the date of subscription and acknowledgment of these Articles of Incorporation provided these Articles of Incorporation are filed by the Department of State within five days, exclusive of legal holidays, after such date. Otherwise, the date of corporate existence shall be upon the filing of these Articles of Incorporation by the Department of State.

IN WITNESS WHEREOF, I the undersigned, being the subscribing incorporator have hereunto set my	
hand and seal for the purpose of forming this Corporation under the laws of the State of Florida, thisday	-
of July 1999.	
Alan Sperling BEFORE ME, the undersigned authority, this day personally appeared Alan Sperling known to me to be the person described as subscriber and acknowledged before me that he executed the same freely and voluntarily for the purpose therein expressed. WITNESS my hand and official seal this	

MARY K. VAN HEMEL
My Comm Exp. 8/14/99
Bonded By Service Ins
No. CC488249

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance with chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

First - That ALAN SPERLING, P.A. desiring to organize under the laws of the State of Florida, with its principle office as indicated in the articles of incorporation at the City of Boca Raton, in the County of Palm Beach, State of Florida, has named Alan Sperling located at: 10848 La Salinas Circle, Boca Raton, State of Florida as its agent to accept service of process within this state.

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said act relative to keeping open said office.

Resident Agent, Alan Sperling

