PAGOGOGOSS STEWART & HERSCH, P.A.

ATTORNEYS AT LAW

JÄY ANDREW BRETT JOHN F. STEWART CRAIG R. HERSCH* D. HUGH KINSEY, JR. Celebrating Our 15th Anniversary FIRM ESTABLISHED 1924

W. A. SHEPPARD (1898-1971) JOHN K. WOOLSLAIR (1908-1968)

JOHN WOOLSLAIR SHEPPARD*

2121 WEST FIRST STREET P. O. DRAWER 400 FORT MYERS, FLORIDA 33902

TELEPHONE (941) 334-1141 TELECOPIER (941) 334-3965

OF COUNSEL

*BOARD CERTIFIED: WILLS, TRUSTS & ESTATES

October 13, 1999

Corporate Records Bureau Division of Corporations Department of State 409 E. Gaines Street P. O. Box 6327 Tallahassee, Florida 32301 500003017045--5 -10/18/99--01091--011 *****78,75 *****78,75

Re: HARBINGER REAL ESTATE, INC.

Dear Sirs:

Enclosed herewith are proposed Articles of Incorporation in reference to the captioned corporation. Also enclosed is our check in the amount of \$78.75 to cover the following:

Filing Fee Certified Copy of Charter Resident Agent Fee

\$ 35.00 \$ 8.75

\$ 35.00

\$ 78.75

If the Articles of Incorporation meet with your approval, we will appreciate your executing and sending to the undersigned a Certificate of Incorporation.

Sincerely,

SHEPPARD, FREIT, STEWART & HERSCH, P.A.

D. Hugh Kinsey, Ir.

DHK:dlb Enclosures

KS-4551

FILED
1999 OCT 18 PM 3: OC
SECRETARY OF STATE

FILED

1999 OCT 18 PM 3: 06

ARTICLES OF INCORPORATION

SECRETARY OF STATE TALLAHASSEE, FLORIDA

<u>OF</u>

HARBINGER REAL ESTATE, INC.

THE UNDERSIGNED, I, THOMAS R. CRONIN, JR., hereby executes this document for the purposes of becoming incorporated under the laws of the State of Florida, and forming a corporation under the following proposed Certificate of Incorporation:

ARTICLE I

The name of this Corporation is HARBINGER REAL ESTATE, INC...

ARTICLE II

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

The Corporation may engage in any activity or business permitted by the Laws of the United States and of this State.

ARTICLE III

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any time is One Thousand (1,000) shares of common stock of the same class and at One Dollar (\$1.00) par value.

ARTICLE IV

Every shareholder, upon the sale for cash of any stock of this Corporation of the same class as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE VI

The Corporation is to have perpetual existence commencing upon filing of these Articles of Incorporation with the Secretary of State.

ARTICLE VII

The address of the principal office of the Corporation in this State is: 1638 Royal Palm Avenue, Fort Myers, Florida 33901, and the name of the initial registered agent of this Corporation at that address is: THOMAS R. CRONIN, JR.

ARTICLE VIII

The number of Directors of this Corporation shall not be less than one (1) or more than five (5).

ARTICLE IX

The name and post office address of the members of the first Board of Directors of the Corporation are:

NAME

TITLE_

ADDRESS

THOMAS R. CRONIN, JR.

President

1638 Royal Palm Avenue Fort Myers, Florida 33901

ARTICLE X

The name and post office address of the subscribers to the Articles of Incorporation are:

NAME OF SUBSCRIBER

ADDRESS

THOMAS R. CRONIN, JR.

1638 Royal Palm Avenue Fort Myers, Florida 33901

ARTICLE XI

The power to adopt, amend, alter or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

IN WITNESS WHEREC	F, the subscribers have hereunto set their hands and seals this	
17th day of OCTOBER	1999	
		•=
/		
	Thomas R. Cronin, Jr., Incorporator	
	/	
STATE OF FLORIDA		
COUNTY OF LEE		٠
THE FOREGOING INST	RUMENT was acknowledged before me this day of	
CTO D & V , 1999,	by THOMAS R. CRONIN, JR., (who is personally known to me or	
() who produced	as identification.	
4	<i>a (</i>)	
Personally Known By Me	L'eralline P. Salvert	
] I.D	Notary Public	
(SEAL)	Printed Name of Notary:	
Comm. Exp. Date:		
Comm. Number:	GERALDINE P. TALBERT	
	COMMISSION & CC581380 EXPIRES SEP 19, 2000	
	BONDED THROUGH ATLANTIC BONDING CO., INC.	
	·	

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST -- THAT HARBINGER REAL ESTATE, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS IN THE CITY OF FORT MYERS, COUNTY OF LEE, STATE OF FLORIDA, HAS NAMED THOMAS R. CRONIN, JR., LOCATED AT 1638 ROYAL PALM AVENUE, FORT MYERS, LEE COUNTY, FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

HARBINGER REAL ESTATE, INC. (TRC,Jr) Signature: (Corporate Officer)	FILED 1999 OCT 18 P SECRETARY OF TALLAHASSEE.
Title: President Date: 10/7/99	3: NG STATE FLORIDA

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

(TRC,Jr)
Signature:

Resident Agent

Date: