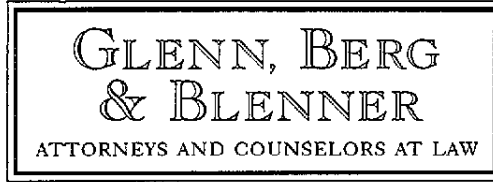


- BARRY M. GLENN
- PAUL E. BERG
- WALTER W. BLENNER

• Also Admitted in Colorado



2708 Alternate 19 N., Suite 701  
 Palm Harbor, Florida 34683  
 Telephone: (727) 786-5866  
 Fax: (727) 784-3263

REPLY TO PALM HARBOR

**NO2000006642**

August 28, 2002

VIA FEDERAL EXPRESS

Secretary of State-Div. of Corp.  
 Corporate Records Bureau  
 P.O. Box 6327  
 Tallahassee, FL 32314

Re: **ARTICLES OF INCORPORATION OF THE OLD PALM  
 HARBOR PARTNERSHIP II, INC.**

100007418911--8  
 -08/29/02--01019--027  
 \*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Sir or Madam:

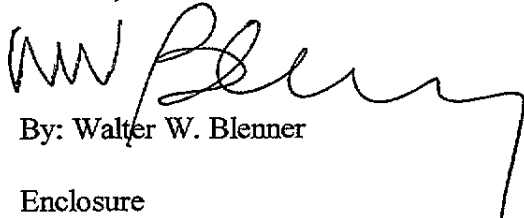
Enclosed herein, please find an original Articles of Incorporation of the above referenced corporation, as well as a copy of the Articles of Amendment for return to our office.

We are also enclosing our law firm check in the amount of \$78.75 to cover the cost of filing these Articles.

If you have any further questions or comments, please do not hesitate to contact me directly.

Very truly yours,

**GLENN, BERG & BLENNER**

  
 By: Walter W. Blenner

Enclosure

02 AUG 29 AM 8:55  
 FILED  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

F. GESSER SEP 3

**ARTICLES OF INCORPORATION**  
**OF**  
**THE OLD PALM HARBOR PARTNERSHIP II, INC.**  
**A NOT-FOR-PROFIT CORPORATION**

FILED  
SECRETARY OF FLORIDA  
TALLAHASSEE, FLORIDA  
02 AUG 29 AM 8:55

We, the undersigned, with other persons being desirous of forming a not-for-profit corporation, under the provisions of Chapter 617 of the Florida Statutes, do agree to the following:

***ARTICLE I***

The name of the corporation shall be:

**THE OLD PALM HARBOR PARTNERSHIP II, INC.**

The address of the principal office of this corporation shall be P.O. Box 898, Palm Harbor, Florida 34682, and the mailing address of the corporation shall be the same.

***ARTICLE II***

Said corporation is organized exclusively for charitable, religious, educational, literary and scientific purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Code.

Notwithstanding any other provision of these articles, this corporation will not carry on any other activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or the corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State or local government for exclusive public purpose.

### *ARTICLE III*

The manner in which the directors are to be elected or appointed is as stated in the bylaws.

### *ARTICLE IV*

The name and address of the incorporator of these Articles is:

WALTER W. BLENNER, ESQ.  
2708 ALT. 19 NORTH, SUITE 701  
PALM HARBOR, FL 34683

### *ARTICLE V*

This corporation is to exist perpetually.

### *ARTICLE VI*

The street address of the initial registered office of the corporation shall be 2708 Alt. 19 North, Suite 701, Palm Harbor, Florida 34683 and the name of the initial registered agent of the corporation at that address is WALTER W. BLENNER, ESQ., at the firm of GLENN, BERG & BLENNER..

In Witness Whereof, the undersigned has hereunto set their hand and seal on this 28<sup>th</sup> day of August, 2002.

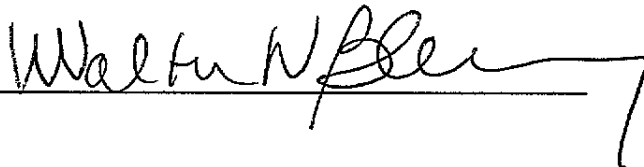
  
Walter W. Blenner, Incorporator

ACCEPTANCE OF REGISTERED AGENT  
DESIGNATED IN THE ARTICLES OF INCORPORATION

WALTER W. BLENNER, ESQ., an individual residing in this State, having a business office identical with the registered agent office address of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

**OLD PALM HARBOR PARTNERSHIP II, INC.**

WALTER W. BLENNER is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: 

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
02 AUG 29 AM 8:55