



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 534087 149697A

AUTHORIZATION :

COST LIMIT : \$ 70

Patricia Pizito

ORDER DATE : December 30, 1999

ORDER TIME : 1:22 PM

ORDER NO. : 534087-005

CUSTOMER NO: 149697A

200003085182--6

CUSTOMER: Karen M. Brown, Legal Asst
SWANN, HADLEY & ALVAREZ, P.A.
SWANN, HADLEY & ALVAREZ, P.A.
Suite 270
1031 West Morse Boulevard
Winter Park, FL 32789

DOMESTIC FILING

NAME: TANNER ROAD II, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XXX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christine Lillich

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 DEC 30 AM 8:33

RECEIVED
99 DEC 30 PM 2:38
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 DEC 30 AM 8:34

ARTICLES OF INCORPORATION

OF

TANNER ROAD II, INC.

The undersigned, acting as the sole incorporator, desiring to form a corporation for profit pursuant to the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I - NAME OF CORPORATION

The name of the corporation shall be Tanner Road II, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal office and mailing address of the corporation shall be 1031 W. Morse Blvd.; Suite 325, Winter Park, Florida 32789.

ARTICLE III - TERM OF EXISTENCE

The corporation shall begin its corporate existence as of the filing of these Articles of Incorporation and shall exist perpetually.

ARTICLE IV - GENERAL PURPOSE

The general purpose for which the corporation is organized shall be to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE V - CAPITAL STOCK

The maximum number of shares of capital stock that the corporation is authorized to issue and have outstanding is Seven Thousand Five Hundred (7,500) shares, which shall be designated Common Shares with a par value of one dollar (\$1.00) per share.

ARTICLE VI - INITIAL REGISTERED
OFFICE AND REGISTERED AGENT

The initial street address of the registered office of the corporation in the state of Florida is 1031 West Morse Boulevard, Suite 270, Winter Park, Florida 32789. The name of the initial registered agent of the corporation at such address is Swann & Hadley, P.A.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

A. The initial number of directors of the corporation shall be three (3).

B. The number of directors of the corporation may be increased or decreased from time to time pursuant to By-Laws adopted by the shareholders, but shall never be less than the minimum number of directors required by applicable law.

C. The names and addresses of the initial members of the Board of Directors, who shall hold office until their successors are duly elected and have qualified, are:

| <u>Name</u> | <u>Address:</u> |
|-----------------|--|
| Allan E. Keen | 1031 W. Morse Blvd. Suite 325 Winter Park, Florida 32789 |
| Jay E. Folk | 1031 W. Morse Blvd. Suite 325 Winter Park, Florida 32789 |
| Cheryl M. Kirst | 1031 W. Morse Blvd. Suite 325 Winter Park, Florida 32789 |

ARTICLE VIII - INCORPORATOR

The name and street address of the incorporator of the corporation is:

| <u>Name</u> | <u>Address:</u> |
|------------------|--|
| Richard R. Swann | 1031 W. Morse Blvd. Suite 270 Winter Park, Florida 32789 |

ARTICLE IX - BY-LAWS

The power to adopt, amend, or repeal By-Laws for the management of the corporation shall be vested solely in the shareholders of the corporation.

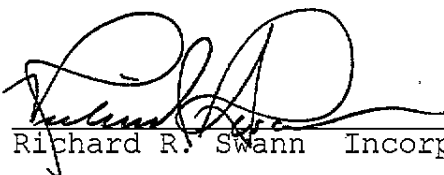
ARTICLE X - AMENDMENT TO ARTICLES

These Articles of Incorporation may be amended in any manner permitted by law.

ARTICLE X1 - INDEMNIFICATION

The corporation shall indemnify its directors, officers, employees, and agents to the full extent permitted by the Florida Business Corporation Act.

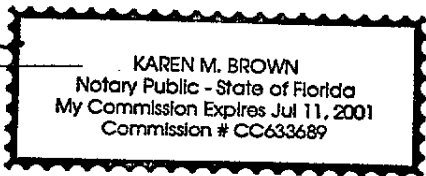
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation at Winter Park, Florida; this 28th day of December, 1999.


Richard R. Swann Incorporator

STATE OF FLORIDA)
) ss:
COUNTY OF ORANGE)

The foregoing instrument was acknowledged before me this 28th day of December, 1999, by Richard R. Swann who is personally known to me or has provided _____ (type of identification) and who did take an oath.


NOTARY PUBLIC
Printed Name: Karen M. Brown

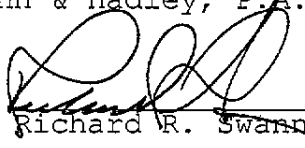


(NOTARIAL SEAL) My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

The undersigned, Swann & Hadley, P.A., as registered agent appointed in accordance with the foregoing Articles of Incorporation, does hereby accept such appointment, and does hereby state that he is familiar with, and accepts, the obligations imposed pursuant to Section 607.0505 the Florida Business Corporation Act.

Swann & Hadley, P.A.

BY: 
Richard R. Swann

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 DEC 30 AM 8:34