NUTTUREZATION: POLICIA PARTE

COST LIBER # 4 LERISO

ORDER DATE : Planch Lig 1996

ORDER TIME : 9:32 OF

ORDER NO. : 876426

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CUSTOMER NO: 4381472

CUSTOMER: Ms. Helen Brock Ford

DROOD AND CASSEL

Suite 1100

390 M. Orange Ovenue Orlando, ft. 32801

DOMESTIC FILING

PROPER

HARITAT RESTORATION, INCORPORATED.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTHERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX____CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSONS CARREST W. Lengell

STREETING STREETINGS:

PATOTIVED

SHAIL MILLIN

SHAIL BAILIN

FILED 96 MAR 13 AM 11: 50 SECRETARY OF STATE TALLAHASSEE, FLORIDA

TH

T. BROWN MAR 1 4 1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 12, 1996

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301

SUBJECT: HABITAT RESTORATION, INCORPORATED

Ref. Number: W96000005344

We have received your document for HABITAT RESTORATION, INCORPORATED and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Please return 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 (904) 487-6932.

Teresa Brown Corporate Specialist

Letter Number: 996A00010874

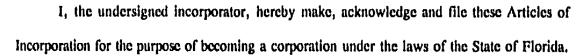
AMSISTER SOFTENSION

3/13

ARTICLES OF INCORPORATION

OF

HABITAT RESTORATION, INCORPORATED



ARTICLE I

NAME

The name of this corporation shall be

HABITAT RESTORATION, INCORPORATED

ARTICLE II

NATURE OF BUSINESS

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

ARTICLE III

AUTHORIZED SHARES

The corporation shall be authorized to create and issue 10,000 shares of common stock having a par value of One Dollar (\$1.00) per share.

The whole or any part of the authorized shares of the corporation may be issued for a consideration payable in cash or other property, tangible or intangible or in labor or services actually performed for the corporation, having a value as is determined from time to time by the Board of Directors of the corporation, not less than the par value of the stock so to be issued.

ARTICLE IY

TERM OF EXISTENCE

The corporation shall exist perpetually unless dissolved according to laws see Floring

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address for the initial registered office of this corporation in the State of Florida shall be at 393 Whooping Loop, Suite 1483, Altamonte Springs, Florida 32701.

The name of the initial registered agent of this corporation at that address shall be Stuart

N. Bradow. The principal office address is the same as the registered office address at 393 Whooping TCPPV Suite 1483, Altamonte Springs, FL.

BOARD OF DIRECTORS

The corporation shall be managed by a Board of Directors, which shall have two (2) directors initially. The number of directors may be increased or decreased by the stockholders from time to time as provided in the bylaws of the corporation.

ARTICLE VII

DIRECTORS - NAMES AND STREET ADDRESSES

The name and street address of the first Board of Directors who shall hold office until their successors have been duly elected or appointed and have qualified is as follows:

John N. Atkins 400 Red Mulberry Court Longwood, Florida

Stuart N. Bradow 201 Sheryl Drive Deltona, Florida Stephen A. Nielsen 465 Hidden Ridge Drive Enterprise, Florida

Gary E. Exner 410 Lake Lenelle Drive Chuluota, Florida

ARTICLE VIII

INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is as follows:

Stuart N. Bradow 201 Sheryl Drive Deltona, Florida

ARTICLE IX

SPECIAL PROVISIONS

The following additional provisions for the regulation of the business and for the conduct of the affairs of the corporation and creating, dividing, limiting and regulating the power of the corporation, its stockholders and directors, are hereby adopted as a part of these Articles of Incorporation.

- 1. No person shall be required to own, hold or control stock in the corporation as a condition precedent to holding an office in this corporation.
- The board of Directors may prescribe a method or methods for replacement of lost certificates, and prescribe reasonable conditions by way of security upon the issue of new certificates therefore.
- 3. The Board of Directors, by the affirmative vote of a majority of the directors then in office, and irrespective of any personal interest of any of its members, shall have authority to establish reasonable compensation of all directors, officers and otherwise.
- 4. Each shareholder or this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from

the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and may for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation at Orlando, Florida, for the uses and purposes aforesaid, this 1st day of March 1996.

Thiat Bradons

STATE OF FLORIDA COUNTY OF ORANGE

The foregoing instrument was acknowledged before me by

this 1st day of March, 1996.

Notary Public, State at Large

My Commission Expires:

SUZANNE COLLINS My Commission CC424180 Expires Dec, 04, 1998 Bonded by HAI 800-422-1855

(NOTARIAL SEAL)

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFF

Pursuant to the provisions of Section 607,0501, Florida Statutes, the undergigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent, in the State of Florida.

- The name of the corporation is HABITAT RESTORATION, INCORPORATED. 1.
- The name and address of the registered agent and office is: 2.

Stuart N. Bradow 393 Whooping Loop Suite 1483 Altamonte Springs, Florida 32701

> HABITAT RESTORATION, INCORPORATED

Title: Incorporator

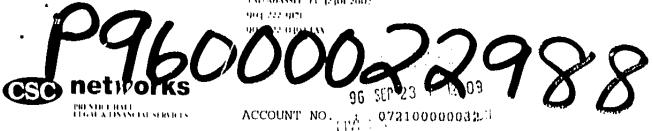
day of March, 1996.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF HIS DUTIES, AND ACCEPTS THE DUTIES AND OBLIGATIONS OF HIS POSITION AS REGISTERED AGENT INCLUDING THOSE CONTAINED IN SECTION 607.0505, FLORIDA STATUTES.

day of March, 1996.

1201 HAS STREET INDAHASSEL II 12300 2007

800-142-8086



REFERENCE

AUTHORIZATION

094625 - 7381472

COST LIMIT : \$ 87.50

ORDER DATE: September 23, 1996

ORDER TIME : 10:07 AM

ORDER NO. : 094625

CUSTOMER NO:

4381472

4444444444

CUSTOMER: Ms. Helen Brock Ford

Broad And Cassel 390 N. Orange Avenue

Suite 1100

Orlando, FL 32801

DOMESTIC AMENDMENT FILING

NAME:

HABITAT RESTORATION,

INCORPORATED

EFFICTIVE DATE:

XXX ARTICLES OF AMENDMENT

___ RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY

PLAIN STAMPED COPY

_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

ARTICLES OF AMENDMENT

TO THE

96 SEP 23 PH 2: 30

SECRETARITY TALE

ARTICLES OF INCORPORATION

OF

HABITAT RESTORATION, INCORPORATED

Pursuant to Section 607.1006 of the Florida Business Corporation Act, the undersigned President and Secretary of Habitat Restoration, Incorporated, a Florida corporation (the "Corporation") hereby submits the following:

- 1. The name of the corporation is HABITAT RESTORATION, INCORPORATED.
- 2. Article I of the Articles of Incorporation is hereby deleted in its entirety and the following substituted in lieu thereof:

"The name of this corporation shall be HABITAT RESTORATION, INC."

3. The foregoing amendment was adopted on September 184, 1996 by unanimous written consent of all of the members of the Board of Directors and all of the shareholders of the Corporation. Such vote by the shareholders constituted a majority which was sufficient to pass the foregoing amendment.

Dated this 18th day of September, 1996.

HABITAT RESTORATION,

INCORPORATED

Stuart N. Bradow, President

Affest:

Gary E Exner, Secretary