P97000 109152



ACCOUNT NO. : 072100000032

REFERENCE: 654463 5011958

AUTHORIZATION:

COST LIMIT : \$ 122.50

ORDER DATE: December 31, 1997

ORDER TIME : 10:40 AM

ORDER NO. : 654463-005

CUSTOMER NO: 5011958

CUSTOMER: Ms. Sandra M. Graham

GREENSPOON MARDER HIRSCHFELD RAFKIN ROSS & BERGER, P.A. 135 West Central Blvd Ste 1100

South Trust Bank Building

Orlando, FL 32801

DOMESTIC FILING

NAME:

GLEN OAKS DEVELOPMENT, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS.

97 DEC 31 PM 2:51
SECRETARSE OF STATE
TALLANIASSE OF FLORIES

100002387051--1

ARTICLES OF INCORPORATION OF GLEN OAKS DEVELOPMENT, INC.

FILED 97 DEC 31 PH 2:51

SECRETARY OF STATE TALLAHASSEE. FLORIDA

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 GLEN OAKS DEVELOPMENT, INC..

ARTICLE II - PRINCIPAL OFFICE

The principal office and mailing address for the corporation is at 1275 Lake Heathrow Lane, Suite 105, Heathrow, Florida 32746.

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 - PURPOSES

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V - CAPITAL STOCK

The corporation is authorized to issue and have outstanding One Thousand (1000) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE VI - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation in the state of Florida is Greenspoon, Marder, Hirschfeld, Rafkin, Ross & Berger, P.A.; 135 West Central Boulevard, Suite 1100; Orlando, Florida 32801. The name of the initial registered agent of the corporation at such address is N. Dwayne Gray, Jr.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The corporation shall have three (3) directors initially. The number of directors may either increase or decrease from time to time as provided in the Bylaws of the corporation, but shall never be less than one (1). The name and address of the initial directors are:

Name Address

Todd L. Borck 1275 Lake Heathrow Lane, Suite105

Heathrow, Florida 32746

Jonathan L. Wolf 1275 Lake Heathrow Lane, Suite 105

Heathrow, Florida 32746

Stuart N. Willner 1117 Russell Drive

Highland Beach, Florida 33487

ARTICLE VIII - INCORPORATOR

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

Name Address

N. Dwayne Gray, Jr. 135 West Central Boulevard

Suite 1100

Orlando, Florida 32801

ARTICLE IX - AMENDMENT TO ARTICLES

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

ARTICLE X - INDEMNIFICATION

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

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 29th day of December, 1997.

N. Dwayne Gray, Jr.

("Incorporator")

STATE OF FLORIDA

) S.S.:

COUNTY OF ORANGE

The foregoing instrument was acknowledged before me, an officer duly authorized in the State and County aforesaid, to take acknowledgements, this 29th day of December, 1997 by N. Dwayne Gray, Jr., who is personally known to me.

NOTARY PUBLIC

Print: <u>SANDRA MUILENBURG</u>

My Commission expires

Sandra Mullenburg My Commission CC641929 Expires April 23, 2001 ADEC 3 PROPERTY.

ACCEPTANCE BY REGISTERED AGENT

The undersigned, N. Dwayne Gray, Jr., 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 the Florida Business Corporation Act.

N. Dwayne Gray, Jr.

("Registered Agent")