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February 10, 1998

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*****70.00 *****70.00

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Incorporation of Canterbury Management, Corp.

Dear Sir/Madam:

Please find the enclosed check in the amount of \$70.00 along with the Articles of Incorporation for incorporating of the above referenced corporation.

I also enclose a self addressed stamped envelope for return of the Letter of Incorporation.

Sincerely,

Tod Andrew Weston

enc.

TW/lis

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR -6 PM 12:47

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ARTICLES OF INCORPORATION

OF

CANTERBURY MANAGEMENT CORP.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation is CANTERBURY MANAGEMENT CORP.

ARTICLE II PRINCIPAL OFFICE

The principal place of business of this corporation shall be 2691 South Course Drive, Pompano Beach, Florida 33069.

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares at 1.00 par value.

ARTICLE IV TIME

The period of the duration of this corporation is perpetual unless dissolved according to law.

ARTICLE V PURPOSE

The purpose for which the corporation is organized is to conduct any lawful business allowed in the State of Florida. The Articles of Incorporation along with the By-Laws of said corporation will govern.

ARTICLE VI DIRECTORS

The number constituting the initial Board of Directors of the corporation is one (1), and the name(s) and address(es) of the person(s) who are to serve initially are:

Sherry L. Canterbury, 2691 South Course Drive, Pompano Beach, Florida 33069.

Prepared by:
Tod Andrew Weston, Esquire
6350 N. Andrews Avenue Suite 300
Fort Lauderdale, FL 33309
FL Bar Number 0861162
(954) 938-9801

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DIVISION OF CORPORATIONS
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ARTICLE VI DIRECTORS

The number constituting the initial Board of Directors of the corporation is one (1), and the name(s) and address(es) of the person(s) who are to serve initially are:

Sherry L. Canterbury, 2691 South Course Drive, Pompano Beach, Florida 33069.

ARTICLE VII

The name and address of the incorporator is:

Sherry L. Canterbury, 2691 South Course Drive, Pompano Beach, Florida 33069.

ARTICLE VIII REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Sherry L. Canterbury, 2691 South Course Drive, Pompano Beach, Florida 33069.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 10th day of February, 1998.

Signature of Incorporator

Sherry L. Canterbury

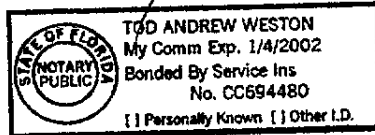
State of Florida
County of Broward

THE FOREGOING instrument was acknowledged and sworn to before me this 10th day of February 1998.

NOTARY

My Commission Expires:

Prepared by:
Tod Andrew Weston, Esquire
6350 N. Andrews Avenue Suite 300
Fort Lauderdale, FL 33309
FL Bar Number 0861162
(954) 938-9801



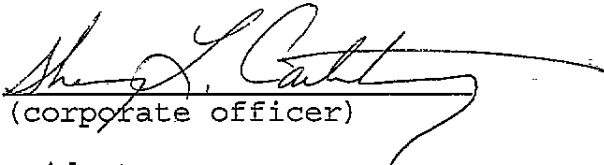
CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of corporation is: CANTERBURY MANAGEMENT CORP.

2. The name and address of the registered agent and office is:

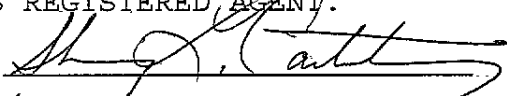
Sherry L. Canterbury, 2691 South Course Drive, Pompano Beach, Florida 33069.

Signature 
(corporate officer)

Title: President

Date: 2/10/98

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE 

DATE: 2/10/98

REGISTERED AGENT FILING FEE: \$35.00

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR -6 PM 12:48