

P96000089035

FILINGS, INC. TERESA ROMAN
 (Requestor's Name)
 2805 LITTLE DEAL ROAD
 (Address)
 TALLAHASSEE, FLORIDA 32308 (904) 385-6735
 (City, State, Zip) (Phone #)

FILED IN STATE OF FLORIDA
 -10/30/96-010003-005
 *****70.00 *****70.00

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. 437 Associates, Inc. (Corporation Name) (Document #)
2. _____ (Corporation Name) (Document #)
3. _____ (Corporation Name) (Document #)
4. _____ (Corporation Name) (Document #)

Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED
 OCT 29 1996
 TALLAHASSEE, FLORIDA
 STATE DEPARTMENT OF REVENUE

SN OCT 29 1996

Examiner's Initials

ARTICLES OF INCORPORATION

FILED
NOV 29 1984
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is 439 Associates, Inc.

ARTICLE II - PRINCIPAL OFFICE

The mailing address of this corporation shall be:
Suite 800
505 Wekiva Springs Road
Longwood, Florida 32779

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$0.10 par value common stock which shall be designated as "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 3732 N.W. 16th Street, Fort Lauderdale, Florida 33311 and the name of the initial registered agent of this corporation at that address is Filings, Inc., a Florida corporation.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The Corporation shall initially have one (1) director to hold office until the first annual meeting of stockholders and his successor shall have been duly elected and qualified, or until his earlier resignation, removal from office or death. The number of Directors may be either increased or decreased from time to time in accordance with the By-laws of the Corporation. The name and address of the initial Director is:

Kevin A. Marshburn
Suite 800, 505 Wekiva Springs Road
Longwood, Florida 32779

ARTICLE VII - INCORPORATOR

The name and address of the Incorporator signing these Articles is:

Filings, Inc., a Florida Corporation
3732 N.W. 16th Street
Fort Lauderdale, Florida 33311

ARTICLE VIII - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.


ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the date of signing.

Dated: October 29, 1996

Filings, Inc.
by Teresa Roman, Vice-President



Incorporator

Certificate designating place of business or domicile for the service of process within Florida, naming agent upon whom process may be served.

In compliance with Section 607.0501, Florida Statutes, the following is submitted:

First that 439 Associates, Inc. , desiring to organize or qualify under the laws of the State of Florida, has named Filings, Inc., a Florida corporation, located at 3732 N.W. 16th Street, Fort Lauderdale, Florida, as its agent to accept service of process within Florida.

Dated: October 29, 1996

Teresa Roman
Teresa Roman, Incorporator

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity. I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: October 29, 1996

Filings, Inc.
by Teresa Roman, Vice-President

Teresa Roman

RECORDED
INDEXED
OCT 31 1996
STATE OF FLORIDA

P 96 000089035

PHILIP F. KEIDAISH, JR.
ATTORNEY AND COUNSELLOR AT LAW

608 W. LA SPRING BLVD
SUITE 200
LONGWOOD, FLORIDA 32750
TELEPHONE (407) 882-7700
FAX (407) 882-8881

OF COUNSEL TO
SUDIN, ROSENBLUTH, LOBEY,
BRENNAN, BITTMAN & MORSE, P.A.
TELEPHONE (407) 841-7410
FAX (407) 848-4888

November 20, 1996

100000012001 476 71 22
12/03/96-01072-014
*****35.00 *****35.00

Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Statement of Change of Registered Office and/or
Registered Agent of 439 Associates, Inc.

Dear Sir/Madam:

Enclosed please find the original and one (1) copy of the
Change of Registered Office and/or Registered Agent for the
referenced Corporation. Also please find our firm's check in the
amount of \$35.00 to cover the filing fee.

Kindly return the copy of this change document after you have
stamped it in the enclosed self-addressed stamped envelope.

Very truly yours,

Phil Keidaish Jr.

Philip F. Keidaish, Jr. 

BPK/cvh
Enclosures

AA change

CHANGE OF REGISTERED OFFICE
AND/OR REGISTERED AGENT

Name of Corporation:
439 Associates, Inc.

Present registered office (before change):
3732 N.W. 16th Street
Fort Lauderdale, Florida 33311

New registered office:
Suite 800
505 Wekiva Springs Road
Longwood, Florida 32779

Present registered agent (before change):
Filings

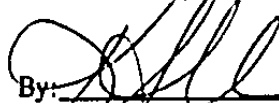
New registered agent:
Philip F. Keidaish, Jr.

I hereby certify that the street address of the registered office and the street address of the business office of the registered agent of the above corporation are identical.

I further certify that the above change of registered office and/or registered agent has been authorized by resolution duly adopted by the Board of Directors of 439 Associates, Inc.

Date: November 20, 1996

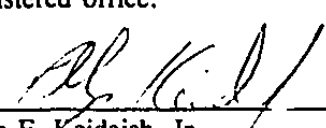
439 Associates, Inc.

By: 

Kevin A. Marshburn, President

ACKNOWLEDGEMENT AND ACCEPTANCE

Having been named as the registered agent for the above corporation for the purpose of accepting service of process at the registered office designated above, I hereby accept such appointment and agree to act in such capacity. I agree to comply with the provisions of the Florida Statutes relative to keeping open the registered office.


Philip F. Keidaish, Jr.
Registered Agent