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FLORIDA DIVISION OF CORPORATIONS
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NAME: 1837 LADY BOWERS TRAIL, INC.

AUDIT NUMBER.....H98000014243

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..1

PAGES..... 3

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**ARTICLES OF INCORPORATION
OF
1837 LADY BOWERS TRAIL, INC.**

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopts the following articles of incorporation for such corporation.

ARTICLE I

Name

The name of the corporation is 1837 Lady Bowers Trail, Inc.

ARTICLE II

Initial Principal Office and Mailing Address

The Corporation's initial principal office is One Harbour Place, 777 South Harbour Island Boulevard, Tampa, Florida 33602, and mailing address is Post Office Box 3239, Tampa, Florida 33601.

ARTICLE III

Shares

The corporation shall have authority to issue 10,000 common shares with a par value of \$1.00 per share.

ARTICLE IV

Initial Registered Agent and Office

The street address of its initial registered office is One Harbour Place, 777 South Harbour Island Boulevard, Tampa, Florida 33602, and the name of its initial registered agent at that address is Paul C. Davis.

ARTICLE V

Incorporator

The name and address of the incorporator is:

Name

Address

Paul C. Davis

One Harbour Place
777 South Harbour Island Boulevard
Tampa, Florida 33602

Prepared by: Paul C. Davis, Esq.

T#637323.1

Carlton Fields, One Harbour Place, Tampa, FL 33602
(813) 223-7000 Fla. Bar No. 283691

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ARTICLE VI
Initial Directors

The corporation initially shall have one director, whose name and address is:

<u>Name</u>	<u>Address</u>
Paul C. Davis	One Harbour Place 777 South Harbour Island Boulevard Tampa, Florida 33602

ARTICLE VII
Indemnification

No director of the Corporation shall be personally liable to the Corporation or its shareholders for monetary damages to the Corporation or any other person for any statement, vote, decision or failure to act, regarding corporate management or policy, as a director, except to the extent that such exemption from liability or limitation thereof is not permitted under the Florida Business Corporation Act.

The Corporation shall indemnify to the full extent permitted by law any person who is made, or is threatened to be made, a party to any action suit or proceeding (whether civil, criminal, administrative or investigative) by reason of the fact that he or she is or was a director or officer of the Corporation or serves or served any other enterprises at the request of the Corporation. If the Florida Business Corporation Act is amended after the filing of these Amended and Restated Articles of Incorporation of which this Article VI is a part to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Florida Business Corporation Act as so amended.

Any repeal or modification of the foregoing paragraph by the shareholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.

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ARTICLE VIII
Corporate Existence

Corporate existence shall begin on the date of execution of these Articles of Incorporation.

Dated this 30th day of July, 1998.


Paul C. Davis, Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the Corporation, at the place designated as the registered office, 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 duties and obligations of my position as registered agent.

Dated this 30th day of July, 1998.


Paul C. Davis, Registered Agent

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