

FROM

(FRI) 12. 28' 01 14:38/ST. 14:37/NO. 4863333173 P 1

278751

Florida Department of State

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

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01 DEC 28 PM 3:24

DIVISION OF CORPORATIONS

BASIC AMENDMENT

HARTFORD PROPERTIES, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 DEC 28 PM 4:52

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12/31/01

12/27/01

FROM

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 28, 2001

HARTFORD PROPERTIES, INC.
5321 HARTFORD STREET
P.O. BOX 2968
TAMPA, FL 33601

SUBJECT: HARTFORD PROPERTIES, INC.
REF: 278751

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

PLEASE TAKE THE WORD "INITIAL" OUT OF THE ACCEPTANCE OF REGISTERED AGENT.

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 (850) 245-6880.

Karen Gibson
Corporate Specialist

FAX Aud. #: E01000124167
Letter Number: 201A00067447

FROM

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HARTFORD PROPERTIES, INC.

AMENDED AND RESTATED

ARTICLES OF INCORPORATION

Pursuant to Sections 607.0602, 607.1002, and 607.1006 of the Florida Business Corporation Act (the "FBCA"), Hartford Properties, Inc., a Florida corporation (the "Corporation"), hereby certifies that:

FIRST: That this Corporation is named Hartford Properties, Inc., and was originally incorporated in the State of Florida on February 21, 1964, and that these Amended and Restated Articles of Incorporation shall amend, restate and supercede in their entirety any and all prior Articles of Incorporation, as amended, including, without limitation, any Articles of Amendment or Certificates of Designation thereto, filed with the State of Florida from the date of the Corporation's original incorporation through the date hereof.

SECOND: These Amended and Restated Articles of Incorporation have been approved by the Board of Directors and shareholders of the Corporation in the manner and by the vote required by the FBCA. These Amended and Restated Articles of Incorporation contain amendments that require shareholder approval. The amendments were approved by the shareholders at a duly called meeting held on December 20, 2001, and the votes cast for the amendment by the shareholders was sufficient for approval.

ARTICLE I
NAME

The name of the Corporation is: Hartford Properties, Inc.

ARTICLE II
PRINCIPAL ADDRESS AND MAILING ADDRESS

The address of the principal office and mailing address of the Corporation is 5321 Hartford Street, P.O. Box 2968, Tampa, Florida 33601.

ARTICLE III
BUSINESS AND ACTIVITIES

The Corporation may, and is authorized to, engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV
REGISTERED OFFICE AND REGISTERED AGENT

The street address of the registered office of the Corporation in the State of Florida is 100 N. Tampa Street, Suite 2700, Tampa, Florida 33602, and the Registered Agent is Matthew J. Foster, Esquire. The Board of Directors may, from time to time, move the

Matthew J. Foster, Esquire
Florida Bar # 382991
Foster & Lardner
100 N. Tampa Street, Suite 2700
Tampa, Florida 33602
Phone 813-229-2300

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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location of the registered office to any other address in Florida, and may from time to time, change the registered agent of the Corporation.

ARTICLE V CAPITAL STOCK

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is Fifty (50) shares of common stock without nominal or par value. The consideration to be paid for each shares shall be fixed by the Board of Directors and may be paid for in money, property or services.

The shares of the capital stock of this corporation herein authorized or hereafter increased or created may be issued in fractional shares. All issued shares of the capital stock of the corporation shall be deemed fully paid and non-assessable. All persons who shall acquire stock in this corporation shall acquire the same subject to the provisions of these Amended and Restated Articles of Incorporation.

ARTICLE VI INDEMNIFICATION

The Corporation shall indemnify to the full extent permitted or required by the FBCA, any person who was or is a party, or threatened to be made, a party to any proceeding (including by or in the right of the Corporation) by reason of the fact that he is or was an Officer or Director of the Corporation or serves or served any other enterprise at the request of the Corporation. Without limiting the foregoing in any way, the Corporation shall indemnify any Officer or Director who was or is a party to any proceeding (including by or in the right of the Corporation) against liability incurred in connection with such proceeding, including any appeal thereof, if such Officer or Director acted in good faith and in a manner he reasonably believed to be in, or not opposed to, the best interests of the Corporation and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct unlawful.

IN WITNESS WHEREOF, the Corporation has caused these Amended and Restated Articles of Incorporation to be executed as of December 20, 2001.



Steven E. Plotnick,
Chief Executive Officer

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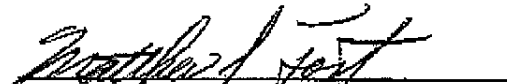
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**ACCEPTANCE OF APPOINTMENT BY
REGISTERED AGENT**

THE UNDERSIGNED, having been named in Article IV of the foregoing Amended and Restated Articles of Incorporation as the registered agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that it is familiar with, and hereby accepts, the obligations set forth in Section 607.0505, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to it as the registered agent of Hartford Properties, Inc.

DATED: Effective this 20th day of December, 2001.


Matthew J. Foster, Esquire