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CORPORATION SERVICE COMPANY™

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ACCOUNT NO. : 072100000032
REFERENCE : 492424 82866A
AUTHORIZATION : *Patricia P. [Signature]*
COST LIMIT : \$ 70.00

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : March 12, 2004

ORDER TIME : 12:55 PM

ORDER NO. : 492424-015

CUSTOMER NO: - 82866A

CUSTOMER: Ms. Christy Cundiff
Clark, Campbell & Mawhinney,
Suite 800
500 South Florida Avenue
Lakeland, FL 33801

FOREIGN FILINGS

NAME: ODYSSEY DIVERSIFIED
PROPERTIES, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Amanda Haddan -- EXT# 2955

EXAMINER: _____

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO TRANSACT BUSINESS IN FLORIDA BY
ODYSSEY DIVERSIFIED PROPERTIES, INC.
a Maryland corporation**

FILED
04 MAR 17 AM 9:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Section 607.1503, Florida Statutes, the following is submitted to register a foreign corporation to transact business in the State of Florida.

1. The name of the corporation is: **ODYSSEY DIVERSIFIED PROPERTIES, INC.**
2. The corporation was incorporated under the laws of the State of Maryland.
3. The corporation has not yet received its Federal Employer Identification Number.
4. The corporation was incorporated in the State of Maryland on March 15, 2004.
5. The corporation will have a perpetual existence.
6. The corporation will transact business in Florida upon qualification.
7. The street and mailing address of the principal office of the corporation is: 500 South Florida Avenue, Suite 700, Lakeland, Florida 33801.
8. The corporation has been organized and is authorized to conduct all lawful business.
9. The name and street address for the Florida registered agent for service of process on the corporation is: H. Adam Airth, Jr., 500 South Florida Avenue, Suite 800, Lakeland, Florida 33801.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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.



H. Adam Airth, Jr.

10. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Florida Department of State, by the Maryland Secretary of State or other official having custody of corporate records in jurisdiction under the law of which it is incorporated.

11. The names and addresses of the directors and officers of this Corporation are:

Directors:

Ronald L. Clark
500 South Florida Avenue
Suite 800
Lakeland, Florida 33801

Lawrence W. Maxwell
500 South Florida Avenue
Suite 700
Lakeland, Florida 33801

Lawrence T. Maxwell
500 South Florida Avenue
Suite 700
Lakeland, Florida 33801

Officers:

Chairman of the Board
Lawrence W. Maxwell
500 South Florida Avenue
Suite 700
Lakeland, Florida 33801


President
Lawrence T. Maxwell
500 South Florida Avenue
Suite 700
Lakeland, Florida 33801

Secretary
Ronald L. Clark
500 South Florida Avenue
Suite 800
Lakeland, Florida 33801

Treasurer
William Drost
500 South Florida Avenue
Suite 700
Lakeland, Florida 33801

Assistant Secretary
H. Adam Airth, Jr.
500 South Florida Avenue
Suite 800
Lakeland, Florida 33801

Under penalties of perjury, I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct. Executed this 16th day of March, 2004.


H. Adam Airth, Jr., its Assistant Secretary

STATE OF MARYLAND
Department of Assessments and Taxation

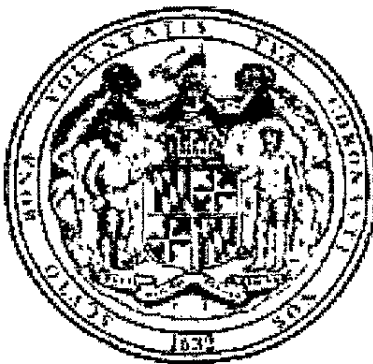
I, PAUL ANDERSON OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT THE DEPARTMENT, BY LAWS OF THE STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATIONS, OR OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE, AND THAT I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT ODYSSEY DIVERSIFIED PROPERTIES, INC. IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND THE CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN MARYLAND.

IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY SIGNATURE AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE ON THIS MARCH 17, 2004.



Paul B. Anderson
Charter Division



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