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ACCOUNT NO.: 07210000032

601474 7206411 REFERENCE :

SECRETARY OF STATE TALLAHASSEE, FLORIDA

400003152544-

AUTHORIZATION:

COST LIMIT :

ORDER DATE: February 24, 2000

ORDER TIME : 11:34 AM

ORDER NO. : 601474-005

CUSTOMER NO: 7206411

CUSTOMER: Mr. Michael S. Ward MR. MICHAEL S. WARD

MR. MICHAEL S. WARD

3921 Eden Roc Circle East

Tampa, FL 33634

DOMESTIC FILING

WARD

NAME:

PREMIER PROPERTIES AND

INVESTMENTS, INC.

EFFECTIVE DATE:

XX __ ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: - Erika Carlson

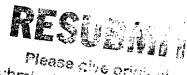
EXAMINER'S INITIALS:



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

March 1, 2000...

CSC NETWORKS



SUBJECT: PREMIER PROPERTIES AND INVESTMENTS, INC.

Ref. Number: W0000005547

We have received your document for PREMIER PROPERTIES AND INVESTMENTS, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

If you have any further questions concerning your document, please call (850) 487-6915.

Pamela Hall Document Specialist

Letter Number: 000A00011278

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SEURETART OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

WARD PROPERTIES AND INVESTMENTS, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

WARD PROPERTIES AND INVESTMENTS, INC.

The address of the principal office of this corporation

shall be 3921 Eden Roc Circle East, Tampa, Florida 33634, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,500 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have three Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Michael Sean Ward 3921 Eden Roc Circle East Dir. Tampa, Florida 33634

Mary Katherine Ward 3921 Eden Roc Circle East Tampa, Florida 33634

Timothy Patrick Ward 3921 Eden Roc Circle East Dir. Tampa, Florida 33634

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ARTICLE VII. INCORPORATOR

-SECRETARY OF STATE

The name and street address of the incorporator ALAHASSEE, FLORIDA these Articles of Incorporation:

> The Company Corporation 1013 Centre Road Wilmington, Delaware 19805

The undersigned incorporator has executed these Articles of Incorporation on February 29, 2000.

> Íts Agent, Laura R. Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Its Agent, Laura R. Dualap

Authorized Service Representative

Corporation Service Company

JKN/ebc