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Christopher C. Sanders

Attorney at Law

465 Pinellas Bayway #211
Tierra Verde, Florida 33715
(727)906-8554

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

March 15, 2000

Via Federal Express

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

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*****78.75 *****78.75

Re: Incorporation of Community Realty & Development, Inc.

Dear Sirs:

Enclosed is an original and one copy of the Articles of Incorporation, a Certificate of Designation for Registered Agent for Community Realty & Development, Inc. and a check for \$78.75 to cover: (a) the incorporation filing fee; (b) designation of the registered agent; and (c) fee relating to the return of a certified copy of the accepted Articles of Incorporation.

Thank you for your assistance with this matter. If you should have any questions or concerns, you have only to call.

Sincerely,



Christopher C. Sanders

Enclosures

PH 3/22/2000

**ARTICLES OF INCORPORATION
OF
COMMUNITY REALTY & DEVELOPMENT, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as an incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is COMMUNITY REALTY & DEVELOPMENT, INC.

ARTICLE II

The period of duration of the corporation is perpetual.

ARTICLE III

The purpose or purposes for which the corporation is organized are to engage in a general real estate development, and/or asset management business and to do everything necessary, proper, advisable, or convenient for the accomplishment of said purposes, and to do all other things incidental to them or connected with them that are not forbidden by the Florida corporation laws or by other law, or by these articles of incorporation, and to carry out the said purposes in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these purposes are not forbidden by the law of the state, territory, district, or possession of the United States, or by the foreign country.

ARTICLE IV

Authorized Shares. The aggregate number of shares that the corporation shall have the authority to issue is 1,000 shares of Capital Stock with a value of \$1.00 par value.

Stated Capital. The sum of the value of all shares of Capital Stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time.

No Classes of Stock. The shares of the corporation are not to be divided into classes.

No Shares in Series. The corporation is not authorized to issue shares in series.

ARTICLE V

The initial street address in Florida of the initial registered office of the corporation is 465 Pinellas Bayway #211, Tierra Verde, Florida 33715, and the name of the initial registered agent at such address is Christopher C. Sanders.

ARTICLE VI

The initial board of directors shall consist of one member, who need not be a resident of the State of Florida or shareholders of the corporation.

ARTICLE VII

The names and addresses of the persons who shall serve as a director until the first annual meeting of shareholders, or until their successors shall have been elected and qualified is as follows:

<u>Name</u>	<u>Number & Street</u>	<u>City, State & Zip Code</u>
Christopher C. Sanders	465 Pinellas Bayway #211	Tierra Verde, Florida 33715
Mark William Wolfe	11115 Marigold Drive	Bradenton, Florida 34202

ARTICLE VIII

The name and address of the initial incorporator(s) is/are as follows:

<u>Name</u>	<u>Number & Street</u>	<u>City, State & Zip Code</u>
Christopher C. Sanders	465 Pinellas Bayway #211	Tierra Verde, Florida 33715

ARTICLE IX

An affirmative vote of a majority of the outstanding shares of the corporation shall be required for any shareholder action.

ARTICLE X

The shareholders shall have the power to adopt, amend, alter, change or repeal the articles of incorporation when proposed and approved at a shareholders meeting, with not less than a majority vote of the common stock.

ARTICLE XI

The holders of the common stock of this corporation shall have preemptive rights to purchase any additional shares of stock as may be issued from time to time by the corporation, at prices, terms and conditions that shall be fixed by the Board of Directors. The preemptive right of any holder is

determined by the ratio of the authorized and issued shares of common stock held by the holder to all of the shares of common stock currently authorized and issued.

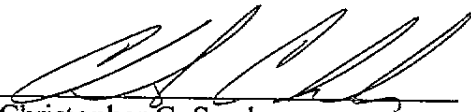
ARTICLE XII

The address of the principal office of the corporation is 465 Pinellas Bayway #211, Tierra Verde, Florida 33715.

ARTICLE XIII

The shareholders shall not be personally liable for the debts of the corporation.

IN WITNESS WHEREOF, the undersigned has made and subscribed these articles of incorporation on the 15 day of March, 2000.


Christopher C. Sanders
Incorporator

CR&D\articles.inc

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes (1999), the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent and his Florida office:

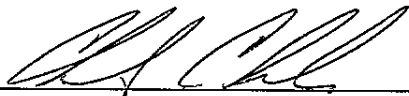
1. The name of the corporation is Community Realty & Development, Inc.
2. The name and address of the registered agent and office is:

Name: Christopher C. Sanders
Address: 465 Pinellas Bayway #211
Tierra Verde, Florida 33715

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TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.

Dated: March 15, 2000.



Christopher C. Sanders