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2000 MAR 31 AM 9 04

JAMES MANCUSO & ASSOCIATES, P.A.
555 WINDERLEY PLACE
SUITE 129
MAITLAND, FLORIDA 32751

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

407-661-1313
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PO00000034902

March 29, 2000

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

Magnolia Real Estate of Orlando.
RE: ~~Magnolia Realty, Inc.~~

100003191981-3
-03/31/00--01067--007
*****78.75 *****78.75

Dear Sir or Madam:

I have enclosed the following items:

1. A check in the amount of \$78.75 payable to the Secretary of State.
2. Two signed originals of the Articles of Incorporation.

Please file the articles and return a certificate of filing and stamped copy to me.
If you have any questions, please call me.

Sincerely,

Melissa Theodoropoulos

Melissa Theodoropoulos
Legal Assistant

MT:ss
Enclosures

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ARTICLES OF INCORPORATION
OF
MAGNOLIA REAL ESTATE OF ORLANDO, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of Florida Statute 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I
NAME

The name of the corporation is Magnolia Real Estate of Orlando, Inc.

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 country, state, territory, or nation.

ARTICLE III
PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 1093 Foggy Brook Place, Longwood, Florida 32750.

ARTICLE IV
CAPITAL STOCK

The maximum number of shares this Corporation is authorized to issue is five thousand (5000) shares having a par value of one dollar (\$1.00) per share, all of which shall be common shares. All common shares shall be identical with each other in every respect and the holders of common shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V
INITIAL REGISTERED AGENT AND ADDRESS

The initial street address of the corporation's registered office is 1093 Foggy Brook Place, Longwood, Florida 32750. The initial registered agent for the corporation at that address is James E. Cooper.

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TALLAHASSEE, FLORIDA

**ARTICLE VI
TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE VII
INITIAL BOARD OF DIRECTORS**

The initial board of directors shall consist of one (1) member. The name and address of the person who will serve on the initial board of directors are:

James E. Cooper Post Office Box 2073, Winter Park, Florida 32790

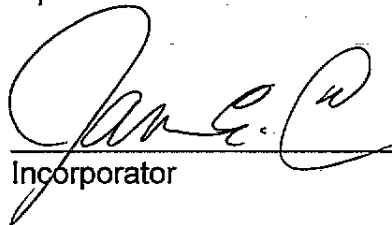
The manner in which the directors shall be appointed shall be as stated in the bylaws.

**ARTICLE VIII
INCORPORATOR**

The name and address of the incorporator to these articles of incorporation is:

James E. Cooper Post Office Box 2073, Winter Park, Florida 32790

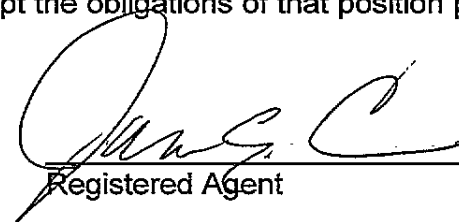
IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 4 day of April 2000.



Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in the articles of incorporation, I hereby accept the appointment as registered agent and agree to act in that 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 that position pursuant to Florida Statutes 607.0501(3).



Registered Agent

4/4/00

Date