

P00000039551

April 10, 2000

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

500003209215--2

-04/14/00--01045--004

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

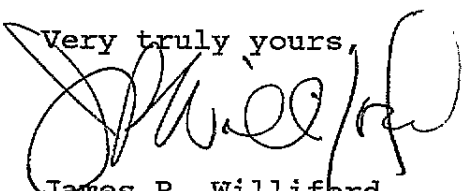
Re: Balance Properties, Inc.

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$78.75.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,


James R. Williford
3066 Coral Vine Lane
Winter Park, FL 32792
(407) 875-9989

FILED
00 APR 14 AM 9:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch APR 20 2000

ARTICLES OF INCORPORATION

of

BALANCE PROPERTIES, INC.

(name of corporation)

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

ARTICLE I - CORPORATE NAME

The name of the corporation is:

BALANCE PROPERTIES, INC.

FILED
00 APR 14 AM 9:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 100 shares of common stock, par value \$ 1.00 per share.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and, if different, the mailing address is:

STREET ADDRESS			
3066 Coral Vine Lane			
CITY	Winter Park	FLORIDA	ZIP 32792

Mailing address, if different

STREET ADDRESS			
CITY		FLORIDA	ZIP

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial registered agent at the office is:

NAME	Edward F. Starr, CPA		
ADDRESS	125 S. Swoope Avenue, Suite 106		
CITY	Maitland	FLORIDA	ZIP 32751

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have One (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

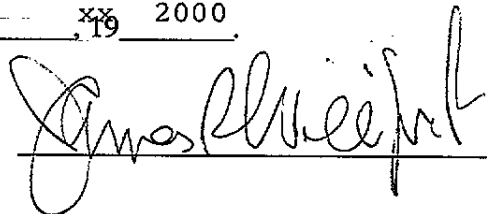
NAME	James R. Williford		
ADDRESS	3066 Coral Vine Lane		
CITY	Winter Park, FL 32792	STATE	Florida
		ZIP	32792
NAME			
ADDRESS			
CITY		STATE	
		ZIP	
NAME			
ADDRESS			
CITY		STATE	
		ZIP	

ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	James R. Williford		
ADDRESS	3066 Coral Vine Lane		
CITY	Winter Park, FL 32792	STATE	Florida
		ZIP	32792
NAME			
ADDRESS			
CITY		STATE	
		ZIP	
NAME			
ADDRESS			
CITY		STATE	
		ZIP	

The undersigned incorporator(s) have executed these Articles of Incorporation this 10th day of April, 19 2000.

 (Signature)

____ (Signature)

____ (Signature)

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE

FILED
00 APR 14 AM 9:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BALANCE PROPERTIES, INC.

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 125 S. Swoope Avenue, Suite 106
Maitland, Florida 32751

has named Edward F. Starr CPA

located at the aforesaid address, as its registered agent to accept service of process within this state.

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.

Edward F. Starr
(Signature)

4/11/00
(Date)