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LAWYERS

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ONE SARASOTA TOWER
TWO NORTH TAMiami TRAIL
FIFTH FLOOR
SARASOTA, FLORIDA 34236

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PLEASE REPLY TO: SARASOTA

TALLAHASSEE OFFICE:
2155 DELTA BOULEVARD
SUITE 210-B
TALLAHASSEE, FLORIDA 32303

MAILING ADDRESS:
POST OFFICE BOX 1569
TALLAHASSEE, FLORIDA 32302-1569

TELEPHONE: (850) 521-0890
TOLL FREE: (877) 521-0890
FAX: (850) 521-0891

May 12, 2000

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

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-05/15/00--01153--011
*****78.75 *****78.75

Re: Dream Lifestyles, Inc.

Gentlemen:

Enclosed for filing please find original and one copy of signed Articles of Incorporation for Dream Lifestyles, Inc. Please file the original and return a certified copy to me in the enclosed stamped self-addressed envelope. A check in the amount of \$78.75 is enclosed in payment of:

Filing fee	\$35.00
Registered agent designation	35.00
Certified copy	8.75

Thank you for your cooperation in this regard. Should you have any questions or comments, please do not hesitate to give me a call.

Very truly yours,


John R. Dunham, III

JRD/hb
Enclosures

FILED
00 MAY 15 AM 8:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D. BROWN MAY 22 2000

**ARTICLES OF INCORPORATION
OF
DREAM LIFESTYLES, INC.**

FILED
00 MAY 15 AM 8:39
CLERK OF DISTRICT COURT
SARASOTA, FLORIDA

The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Act

ARTICLE I

NAME OF CORPORATION

The name of this Corporation shall be:

Dream Lifestyles, Inc.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and the mailing address of this Corporation is 1800 Benjamin Franklin Drive, A-905, Sarasota, Florida 34236.

ARTICLE III

AUTHORIZED SHARES

The total authorized capital stock of this Corporation shall consist of 10,000 shares of Common Stock, par value \$.01 per share.

ARTICLE IV

ADDRESS OF REGISTERED OFFICE IN THIS STATE

The street address of the initial registered office of this Corporation in the State of Florida is Two North Tamiami Trail, Suite 500, Sarasota, Florida 34236, and the initial registered agent of this Corporation at that address shall be John Raymond Dunham, III.

ARTICLE V

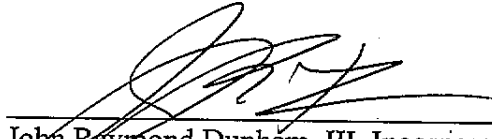
INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is:

John Raymond Dunham, III
1800 Benjamin Franklin Drive, A-905
Sarasota, Florida 34236

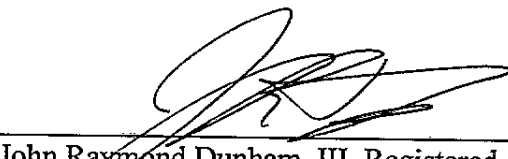
IN WITNESS WHEREOF, I have hereunto subscribed my hand and seal this 12th day of

May, 2000.



John Raymond Dunham, III, Incorporator

THE UNDERSIGNED, named as the registered agent in Article IV of these Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with and accepts the obligations imposed upon registered agents under the Florida Business Corporation Act, including specifically Section 607.0505.



John Raymond Dunham, III, Registered Agent

FILED
00 MAY 15 AM 8:39
CLERK OF CIRCUIT COURT
SARASOTA COUNTY, FLORIDA