

P000000 64226

TRANSMITTAL LETTER

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

EFFECTIVE DATE
7-1-00

100003299971--5
-06/21/00--01110--002
*****157.50 *****78.75

SUBJECT: FL co.
FLORIDA HOLDING COMPANY
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00 Filing Fee
 \$78.75 Filing Fee & Certificate of Status

\$78.75 Filing Fee & Certified Copy
 \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED

RECEIVED
TALLAHASSEE, FL
00 JUL -3 PM 1:04
FILED

FROM: Richard K. Duncan
Name (Printed or typed)

Post Office Box 21545
Address

Fort Lauderdale FL 33335-1545
City, State & Zip

954-467-1670
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

S. Thompson JUL 17 2000



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 23, 2000

RICHARD K. DUNCAN
P.O. BOX 21545
FT. LAUDERDALE, FL 33335-1545

SUBJECT: FL HOLDING CO.
Ref. Number: W00000016172

We have received your document for FL HOLDING CO. and your check(s) totaling \$157.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6929.

Shannon Thompson
Document Specialist

Letter Number: 400A00035841

ARTICLES OF INCORPORATION

EFFECTIVE DATE
7-1-00

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit), the undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

311 Property Co.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business/ mailing address shall be:

Post Office Box 21545
Fort Lauderdale, FL 33335-1545

FILED
00 JUL -3 PM 1:04
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE III. PURPOSE

The purpose for which the corporation is organized is to engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or another state, country, territory or nation.

ARTICLE IV. SHARES

The number of shares of stock is 500. Having a par value of \$1.00 per share.

ARTICLE V. DIRECTORS/OFFICERS

This corporation shall have Two (2) officers and directors, initially. The names and street address of the initial officers and directors who shall hold office for the first year of the corporation, or until their successors are elected or appointed are;

Richard K. Duncan, President/Treasurer
Beverly Franklin Duncan, Vice President/Secretary

ARTICLE VI. REGISTERED AGENT

The street address of the initial registered office and agent of the corporation shall be 2637 North Andrews Avenue, Fort Lauderdale, FL 33311, and the name of the initial registered agent of the corporation at that address is Salvatore DeFelice, Esq.

ARTICLE VIII. INCORPORATORS

The name and addresses of the incorporators to these Articles of Incorporation:

Beverly Franklin Duncan & Richard K. Duncan
Post Office Box 21545, Fort Lauderdale, FL 33335-1545

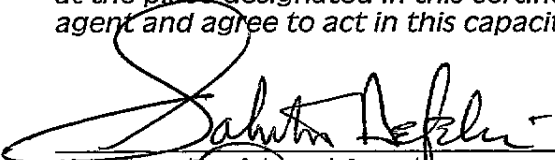
ARTICLE X. SPECIAL PROVISION

It is the intent of the incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code and that the corporation will file as a Subchapter S corporation.

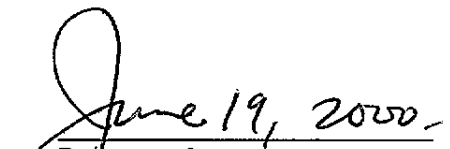
ARTICLE XI. AN EFFECTIVE DATE

The effective date of this corporation shall be 1 July 2000.


Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



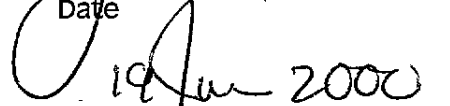
Signature/Registered Agent



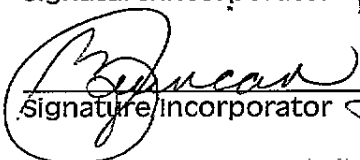
Date



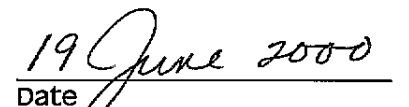
Signature/Incorporator RICHARD K DUNCAN



Date



Signature/Incorporator BEVERLY F DUNCAN



Date