

ACCOUNT NO.: 072100000032

REFERENCE: 774940 160749A

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE : July 25, 2000

ORDER TIME : 11:29 AM

ORDER NO. : 774940-005

CUSTOMER NO: 160749A

CUSTOMER: Mr. Mark Schreiber

Sunbelt Management Of The 600003335486--5

Palm Beaches, Inc. 216 Anhinga Lane

Jupiter, FL 33458

DOMESTIC FILING

NAME:

SUNBELT MARKET VENTURES, G.P.,

INC.

EFFECTIVE DATE:

_ ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 1156

EXAMINER'S INITIALS:

Pleasifile 1st

FILED SECRETARY OF STATE DIVISION OF CORPORATION

ARTICLES OF INCORPORATION

 \mathbf{OF}

00 JUL 25 PM 2: 39

SUNBELT MARKET VENTURES G.P., INC.

ARTICLE I

Name 1

The name of the corporation shall be SUNBELT MARKET VENTURES G.P., INC.

ARTICLE II

Duration

This corporation shall exist perpetually.

ARTICLE III

<u>Purpose</u>

This corporation is organized for the purpose of engaging in any or all lawful business for which corporations may be incorporated.

ARTICLE IV

Capital Stock

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock, which shall be designated "Common Shares".

ARTICLE V

By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

ARTICLE VI

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 216 Anhinga Lane, Jupiter, FL 33458-8338, and the name of the initial registered agent of this corporation at such office is Marc Schreiber, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process. The mailing address of this corporation 2060 Chagall Circle, West Palm Beach, FL 33409-7524.

ARTICLE VII

Initial Board of Directors

This corporation shall have two Director initially, who shall be Marc Schreiber and Eric Schreiber. The number of Directors may be either increased or diminished from time to time by the By-Laws.

ARTICLE VIII

Incorporator

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

Marc Schreiber 216 Anhinga Lane Jupiter, FL 33458-8338

ARTICLE IX

Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, for the purpose of forming a corporation under the laws of the
tate of Florida, the undersigned subscriber has executed these Articles of Incorporation this 24^{44}
ay of <u>July</u> 2000.
M-SA
Marc Schreiber

STATE OF FLORIDA

COUNTY OF PALM BEACH

I hereby certify that the foregoing instrument was acknowledged before me this 24 day of 124, 2000, by Marc Schreiber who is personally known to me, or who showed me identification in the form of a driver's license and who did take an oath.

Print Name: m chrustopher Epul Mess Notary Public, State of Florida

M Christopher Fitterari:

My Commission COR03243

Expires July 13, 205

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for SUNBELT MARKET VENTURES G.P., INC. at the place designated in the articles of incorporation, Marc Schreiber, agrees to act in this capacity and agrees to comply with the provisions of section 48.091 relative to keeping such office open.

Dated this Alf day of July 1999.

Marc Schreiber

STATE OF FLORIDA

COUNTY OF PALM BEACH

I hereby certify that the foregoing instrument was acknowledged before me this 24 day of 100, 2000, by Marc Schreiber who is personally known to me, or presented identification in the form of _____, and who did take an oath.

Print Name: M CHRISTDENER EDWARDS

Notary Public, State of Florida

M Christopher Edwards

All + My Commission CC683248

Expires July 13, 2001

ON THE SECRET OF CORPORATIONS