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ACCOUNT NO. : 072100000032

REFERENCE: 821270 80452A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE: September 5, 2000

ORDER TIME : 5:16 PM

ORDER NO. : 821270-005

CUSTOMER NO: 80452A

CUSTOMER: Ms. Sancha K. Brennan

David C. Brennan, Esq

Suite 1402, S.e. Bank Building

201 East Pine Street Orlando, FL 32801 1000003382891--3

-09/06/00--01022--002 *****78.75 *****78.75

DOMESTIC FILING

NAME:

CENTRAL FLORIDA DEVELOPERS,

INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

CERTIFICATE OF LIMITED PARTNERSHIP

ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

__ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

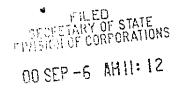
CONTACT PERSON: Janna Wilson - EXT. 1155

EXAMINER'S INITIALS:

RECEIVED

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FAIL PARTY OF THE PROPERTY OF TH



ARTICLES OF INCORPORATION

OF

CENTRAL FLORIDA DEVELOPERS, INC.

The undersigned, acting as an incorporator of a corporation under the Florida Business Corporation Act, makes, subscribes, acknowledges, adopts and files with the Department of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit under the laws of the State of Florida.

ARTICLE I Name

The name of the corporation is CENTRAL FLORIDA DEVELOPERS, INC.

ARTICLE II Term of Existence

This corporation shall commence as of the date of the filing of these Articles with the Secretary of State and shall have perpetual existence.

ARTICLE III Nature of Business

This corporation may engage in any activity or business permitted under the laws of the United States and of the state of Florida.

ARTICLE IV Capital Structure

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock, having a par value of

\$1.00 per share.

ARTICLE V Initial Registered Agent and Registered Office

The initial registered agent of this corporation shall be David C. Brennan. The street address of the initial registered office of this corporation, which is identical with the business office of the registered agent, is: 201 East Pine Street, Suite 425, Orlando, Florida 32801.

ARTICLE VI Board of Directors

There shall be a Board of Directors for the corporation which shall consist of not less than one (1) member. Except for the number constituting the initial Board of Directors, the number of directors shall be decided by resolution of the shareholders.

ARTICLE VII Initial Principal Office

The initial principal office of the corporation shall be: 5300 South Orange Avenue, Orlando, Florida, 32808. Its mailing address shall be the same.

ARTICLE VIII Incorporator

The name and street address of the incorporator is:

Name

Address

David C. Brennan 201 East Pine Street, Suite 425, Orlando, Florida 32801

ARTICLE IX ByLaws

The power to adopt, alter, amend or repeal ByLaws shall be vested in the Board of Directors or the shareholders.

ARTICLE X Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI Amendment of Articles of Incorporation

These Articles of Incorporation may be amended at any time by a resolution adopted by a majority vote of the Board of Directors at any annual or special meeting, provided legal notice is given to each director of the time and place of the meeting and the purpose thereof. Any amendment to these Articles of Incorporation so made must be approved by a majority vote of the shareholders of the corporation.

IN WITNESS WHEREOF, the inc	orporator executed these Articles of
Incorporation this 30 day of Augus	, 2000.
	•
•	
	DAVID C. BRENNAN
STATE OF FLORIDA)	
COUNTY OF ORANGE)	
rm o	2046
The foregoing instrument was acknowledged	owledged before me this 30th day of
	BRENNAN, who is personally known to me
and who did/did not take an oath.	
	1 doi 1 mons
	NOTARY PUBLIC, State of Florida, at
	Large
	(drol J. Williams
	NOTARY PUBLIC PRINTED NAME
	,





ACCEPTANCE OF INITIAL REGISTERED AGENT 00 SEP -6 AM 11: 12

The undersigned, having been named Initial Registered Agent to accept service of process for the above named corporation, and having my business office at 201 East Pine Street, Suite 425, Orlando, Florida 32801, hereby accept such appointment, agree to act in such capacity and further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

Dated this 30 day of Might

, 2000