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Florida Department of State

Division of Corporations

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Division of Corporations

Fax Number : (850) 922-4001

From:

Account Name : AKERMAN, SENTERFITT & EIDSON, P.A. (WPB)

Account Number : 104075003305

Phone : (561) 659-5990

Fax Number : (561) 659-6313

FLORIDA PROFIT CORPORATION OR P.A.

Penn Florida Venture V, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

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**ARTICLES OF INCORPORATION
OF
PENN FLORIDA VENTURE V, INC.**

FIRST: The name of the Corporation is Penn Florida Venture V, Inc.

SECOND: This Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under Chapter 607 of the Florida Statutes.

THIRD: This Corporation may engage or transact in any and all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

FOURTH: This Corporation is authorized to issue one thousand (1,000) shares of common stock, par value ONE AND NO/100 DOLLAR (\$1.00) per share.

FIFTH: The street address of the initial Registered Office of this Corporation is c/o Akerman, Senterfitt & Eidson, P.A., 777 South Flagler Drive, Suite 900 East Tower, West Palm Beach, Florida 33401, and the name of the initial Registered Agent of this Corporation at that address is Russell T. Kamradt, Esquire.

SIXTH: The street address of the principal office of the Corporation is 1515 North Federal Highway, Suite 306, Boca Raton, Florida 33432.

Russell T. Kamradt, Esquire
Florida Bar Number 262153
777 South Flagler Drive, Suite 900 East Tower
West Palm Beach, Florida 33401
Telephone (561) 659-5990

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SEVENTH: This Corporation shall have three (3) Directors initially and the number of Directors may be increased or diminished from time to time as provided in the By-Laws of this Corporation but shall never be less than one (1). The names and addresses of the initial Directors of this Corporation are as follows:

Mark A. Gensheimer
1515 North Federal Highway, Suite 306
Boca Raton, FL 33432

Robert A. Ayerle
1515 North Federal Highway, Suite 306
Boca Raton, FL 33432

John Lawrence
1515 North Federal Highway, Suite 306
Boca Raton, FL 33432

EIGHTH: The names and offices of the initial officers of the Corporation are as follows:

Mark A. Gensheimer, President and Secretary

NINTH: The name and address of the Incorporator of this Corporation is Russell T. Kamradt, 777 South Flagler Drive, Suite 900, East Tower, West Palm Beach, Florida 33401.

TENTH: The duration of this Corporation is perpetual.

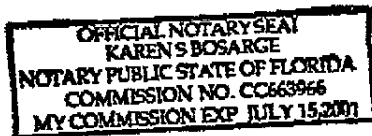
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation the 4th day of October, 2000.



Russell T. Kamradt, Incorporator

STATE OF FLORIDA)
) ss:
COUNTY OF PALM BEACH)

SWORN TO AND SUBSCRIBED before me this 4th day of October, 2000, by
Russell T. Kamradt, who is personally known to me.



Karen S. Bosarge
Print Name: Karen S. Bosarge
Notary Public, State of Florida at Large
Commission No. _____
My commission expires: _____

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**CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE**

In compliance with Florida Statutes Sections 48.091 and 607.0501, the following is
submitted:

Penn Florida Venture V, Inc. desiring to organize as a corporation under the laws of the
State of Florida, has designated 777 South Flagler Drive, Suite 900 East Tower, West Palm
Beach, Florida 33401, as its initial Registered Office and has named Russell T. Kamradt,
Esquire, located at that address as its initial Registered Agent.

Russell T. Kamradt
Russell T. Kamradt, Incorporator

Having been named Registered Agent for the above-stated corporation, at the
designated Registered Office, the undersigned hereby accepts said appointment, and agrees to
comply with the provisions of Florida Statutes Section 48.091 relative to keeping open said
office.

Russell T. Kamradt
Russell T. Kamradt, Registered Agent