

TRANSMITTAL LETTER

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

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-10/04/00--01060--009
*****78.75 *****78.75

SUBJECT: The APOS Group, Incorporated
(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

FROM: Andrew W. Powell
Name (Printed or typed)

P.O. Box 555912
Address

Orlando, Florida 32855
City, State & Zip

(407) 292-8948
Daytime Telephone number

FILED
00 OCT -4 PM 12:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

FILED

OCT -4 PM 12:11

ARTICLES OF INCORPORATION

OF

The APOS Group, Incorporated

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned natural persons of the age of twenty-one or more, acting as Incorporator of a corporation pursuant to Chapter 607 and 621 Florida Statutes (F.S.), adopt the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the said corporation shall be The APOS Group, Incorporated.

ARTICLE II

The address of the initial Principal office of the corporation shall be P.O. Box 555912, Orlando, Florida 32855. The Principal office may be changed in a manner provided by law.

ARTICLE III

The purposes for which this corporation is organized is to manage and/or advise Project Development to include but not limited to construction management, community development, property management, facility management and any lawful activity reasonable and necessary for the furtherance of the foregoing business.

ARTICLE IV

The number of shares, which the corporation shall have authority to issue, is 1000 shares. The par value of each share shall be \$5.00 per share.

ARTICLE V

The name and address of the initial Board of Directors shall consist of five directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are as follows:

Justice Isaiah Powell
700 Cookman Avenue
Orlando, Florida 32805

Shelly Henderson Powell
700 Cookman Avenue
Orlando, Florida 32805

Asa Marsalis Powell
700 Cookman Avenue
Orlando, Florida 32805

Cynthia Hinson Graham
P.O. Box 618638
Orlando, Florida 32861

Jenoria Henson
757 South Orange Avenue
Orlando, Florida 32801

ARTICLE VI

The name and address of the Incorporator is Andrew Hinson Powell, 700 Cookman Avenue, Orlando, Florida 32805.

ARTICLE VII

The name and address of the initial registered agent shall be Shelly Henderson Powell, 700 Cookman Avenue, Orlando, Florida 32805. The registered agent may be changed in a manner provided by law.


I, Andrew Powell, the above Incorporator, being first duly sworn, say that I have read the foregoing Articles of Incorporation and know the contents thereof, and verily believe the statements made therein to be true.

Andrew Hinson Powell
Andrew Hinson Powell

Dated September 28, 2000

Subscribed and sworn to before me this 28 day of September, 2000.

Gloria J Houston
State of Florida

 Gloria J Houston
My Commission CC917736
Expires March 12, 2004

My Commission Expires _____

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.

Shelly Henderson Powell
Shelly Henderson Powell, Registered Agent

9/28/00
Date

Andrew Hinson Powell
Andrew Hinson Powell, Incorporator

9/28/00
Date