60 SECOND STREET S. E. * P.O. BOX 860 * WINTER HAVEN, FL 33882-0860 TELEPHONE (863) 299-1263 * FAX: (863) 294-4397 BARRY W. BENNETT LARRY S. HELMS MICHAEL B. MURPHY CRAIG M. SPANIERS J. MASON WINES FRANK STANLEY Retired

March 16, 2001

Secretary of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

000003877090--5 -03/19/01--01082--021 *****78.75 *****78.75

RE:

Fairway One Enterprises, Inc.

Our File No. CB-13899

Gentlemen:

Enclosed for filing please find Articles of Incorporation for Fairway One Enterprises, Inc. together with our check in the amount of \$78.75 for filing fee and a certified copy to be returned to me.

Thank you for your assistance.

Very truly yours,

The Stanley Wines Law Firm, P.A.

Barry W. Bennett

BWB:dmj

enclosures

FILED

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SECRETARY OF STATE

D. Carrier Co.

ARTICLES OF INCORPORATION

OF

FAIRWAY ONE ENTERPRISES, INC.

The undersigned incorporator hereby certifies to the following in order to form a corporation for a profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is FAIRWAY ONE ENTERPRISES, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The general purposes for which the Corporation is organized are the following:

- A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.
- B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

ARTICLE IV - PRINCIPAL OFFICE

The principal office of this corporation is 5244 Fairway One Drive, Valrico, Florida 33594, and the corporate mailing address is at 5244 Fairway One Drive, Valrico, Florida 33594.

ARTICLE V - CAPITAL STOCK

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

ARTICLE VI - INITIAL REGISTERED OFFICE & AGENT

The street address of the initial registered office of this corporation is 60 Second Street, S.E., Winter Haven, Florida 33880, and the name of the initial registered agent at that address is BARRY W. BENNETT.

ARTICLE VII - BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of Directors may be increased or decreased from time to time in accordance with the by-laws but shall never be less than one. The individual who shall serve as the sole original board member shall be:

HERBERT E. CARLSON 5244 Fairway One Drive Valrico, Florida 33594

ARTICLE VIII - INCORPORATOR

HERBERT E. CARLSON is the person signing these Articles of Incorporation.

ARTICLE IX - BY-LAWS

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

ARTICLE X - NON-RESTRICTION OF CONTRACT

No contract or other transaction of the corporation with any person, firm or other corporation, in the absence of fraud or wrongdoing shall be effected or invalidated by the fact that any director of this corporation is party to or interested in such contract or other transaction or in any way connected with such person, firm or corporation, and each and every person who may become a director of this corporation is hereby relieved from any liability that might

otherwise exist from his contracting with this corporation for the benefit of himself or any other firm, person or corporation in which he may be in any way interested.

ARTICLE XI - AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

HERBERT E. CARLSON

STATE OF FLORIDA COUNTY OF HILLSBOROUGH

I HEREBY CERTIFY that on this day, before me a Notary Public duly authorized in the state and county named above to take acknowledgments, personally appeared HERBERT E. CARLSON, (v) who is personally known to me or (_) who has produced as identification, known to me to be the incorporator of FAIRWAY ONE ENTERPRISES, INC., and who executed the foregoing Articles of Incorporation and who acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the county and state named above, this 9 day of February, 2001.

DEBRA J. COLEMAN
ROTARY & COMMISSION & CC823105
PUBLIC STATE OF EXPIRES APR 10, 2003
BONDED THROUGH
ADVANTAGE NOTARY

Notary Public - State of Florida My Commission Expires:

My Commission No.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

First -- that FAIRWAY ONE ENTERPRISES, INC., desiring to organize under the laws of the State of Florida, has named BARRY W. BENNETT, of 60 Second Street, S.E., Winter Haven, Florida 33880, as its agent to accept service of process within this state.

<u>ACKNOWLEDGMENT</u>

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

BARRY W. BENNETT

Registered Agent

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