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ACCOUNT NO. : 072100000032

REFERENCE : 089559 81045A

AUTHORIZATION : Patricia Pizento

COST LIMIT : \$ 78.75

ORDER DATE : March 23, 2001

ORDER TIME : 11:22 AM

ORDER NO. : 089559-005

CUSTOMER NO: 81045A

CUSTOMER: Jack G. Williams, Esq
Jack G. Williams, Esq

502 Harmon Avenue

Panama City, FL 32401

DOMESTIC FILING

NAME: DELLWOOD PROPERTIES, 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: Sandra Mathis - EXT. 1165

EXAMINER'S INITIALS:

FILED
01 MAR 23 PM 3:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

100003907801--8

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2001 MAR 23 PM 12:09
NOT INTENDED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

PH 3/23/01

FILED

01 MAR 23 PM 3:08

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

DELLWOOD PROPERTIES, INC.

The undersigned subscriber to these Articles of Incorporation hereby subscribes to and forms a corporation for profit under the laws of the State of Florida.

ARTICLE I. - NAME

The name of the corporation is Dellwood Properties, Inc.

ARTICLE II. - NATURE OF BUSINESS

This corporation is organized for the purpose transacting any and all lawful business.

ARTICLE III. - DURATION

This corporation shall have perpetual existence and shall commence on filing.

ARTICLE IV. - CAPITAL STOCK

This corporation is authorized to issue 100 (One Hundred) shares of common stock, each share having the par value of \$1.00 (One and No/100).

ARTICLE V - PRINCIPAL OFFICE, INITIAL REGISTERED
OFFICE AND AGENT

The principal office of this corporation is 502 Harmon Avenue, Panama City, Florida 32401. The street address of the initial registered office of this corporation is 502 Harmon Avenue, Panama City, Florida 32401, and the name of the initial registered agent of this corporation at that address is Jack G. Williams.

ARTICLE VI - BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased from time to time by the by-laws, but shall never be less than one. The name and address of the initial director of this corporation is:

Name

Address

Jack G. Williams

502 Harmon Avenue
Panama City, Florida 32401

ARTICLE VII. - INCORPORATORS

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

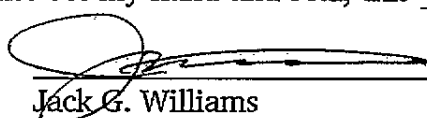
Name

Address

Jack G. Williams

502 Harmon Avenue
Panama City, Florida 32401

IN WITNESS WHEREOF, I have hereunto set my hand and seal, this 22nd day of March, 2001.

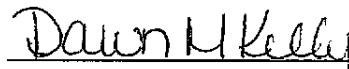



Jack G. Williams

STATE OF FLORIDA,
COUNTY OF BAY.

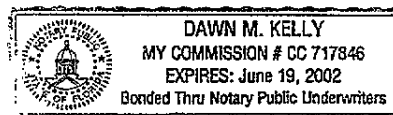
BEFORE ME, the undersigned authority, this day personally appeared Jack G. Williams, to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and seal in the state and county aforesaid, this 22nd day of March, 2001.



Notary Public, Sign


Notary Public, Print
My commission expires:



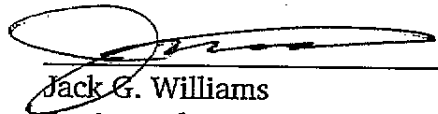
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

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

First, that Dellwood Properties, Inc., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at 502 Harmon Avenue, Panama City, Florida 32401 has named Jack G. Williams located at 502 Harmon Avenue, Panama City, Florida 32401 as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the 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.



Jack G. Williams
Registered Agent

01 MAR 23 PM 3:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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