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FILED
01 JUN -5 AM 9:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
Corporate Records Bureau
P.O. Box 6327
Tallahassee, Florida 32314

June 1, 2001

Re: CELANI PROPERTIES, INC.

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-06/05/01--01034--001
*****70.00 *****70.00

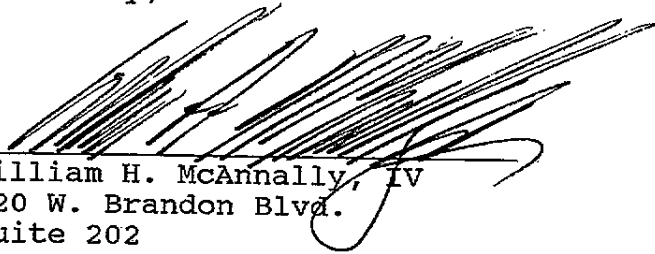
Dear Clerk,

Enclosed are an original and one copy of Articles of Incorporation for the above-named corporation. In addition, a check in the sum of \$70.00 is enclosed which represents the following fees:

Filing Fee	\$35.00
Registered agent fee	\$35.00

Please file the original of the enclosed Articles of Incorporation and return a non-certified copy to the undersigned.

Sincerely,


William H. McAnnally, IV
420 W. Brandon Blvd.
Suite 202
Brandon, FL 33511
(813) 653-0772

F. G. 1000000

JUN 1 1 2001

ARTICLES OF INCORPORATION
OF
CELANI PROPERTIES, INC.

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ARTICLE I - NAME

The name of this corporation shall be CELANI PROPERTIES, INC.

ARTICLE II - DURATION

The corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation shall be located at 1523 Crossridge Dr., Brandon, FL 33510. The initial Registered Agent of this corporation at such office, shall be FRANK J. CELANI, who upon accepting this designation agrees to

comply with the provisions of Section 48.091, Florida Statutes, as amended from time-to-time with respect to keeping an office open for service of process.

ARTICLE VI
PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this corporation shall be 1523 Crossridge Dr., Brandon, FL 33510.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one (1) member. The number of directors may be increased or decreased from time-to-time by vote of the Shareholders as set out in the By-Laws. The names and addresses of the initial Board is:

NAME	ADDRESS
FRANK J. CELANI	1523 Crossridge Dr. Brandon, FL 33510

ARTICLE VIII - INCORPORATORS

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

NAME	ADDRESS
FRANK J. CELANI	1523 Crossridge Dr. Brandon, FL 33510

ARTICLE IX
AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation, this 1st day of June, 2001.

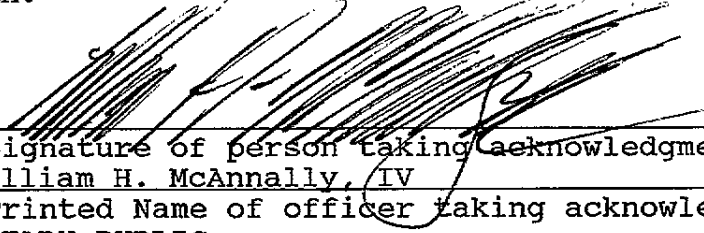

FRANK J. CELANI,
as Incorporator


FRANK J. CELANI,
as Registered Agent

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing Articles of Incorporation of CELANI PROPERTIES, INC., was acknowledged before me this 1st day of June, 2001, by FRANK J. CELANI, as incorporator, who is personally known to me or who has produced Florida driver's license as identification and who did not take an oath.

(SEAL)


(Signature of person taking acknowledgment)
William H. McAnnally, IV
(Printed Name of officer taking acknowledgment)
NOTARY PUBLIC
(Title or rank)
CC891145
(Serial number, if any)



William H McAnnally IV
My Commission CC891145
Expires December 08, 2003

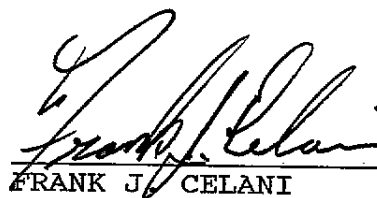
CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING REGISTERED OFFICE
AND REGISTERED AGENT

Pursuant to applicable Florida Statutes, the following is submitted:

That CELANI PROPERTIES, INC., desiring to organize under the laws of the State of Florida, with its Registered Office as indicated in the ARTICLES OF INCORPORATION at 1523 Crossridge Dr., Brandon, FL 33510, has named FRANK J. CELANI, as its Registered Agent.

ACKNOWLEDGMENT

Having been named Registered Agent for the above-stated corporation as 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.


FRANK J. CELANI

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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