Poto CO CO S S TILTON, P.A. 980/2 ATTORNEY AND COUNSELOR AT LAW TILTON BUILDING

TILTON BUILDING 1935 N.E. RICOU TERRACE JENSEN BEACH, FLORIDA 34957

TELEPHONE (561) 334-3305 FAX (561) 334-2058

C. NORRIS TILTON
REAL PROPERTY LAW
AND ESTATE PLANNING & ADMINISTRATION

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October 5, 2001

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

Re: Tropical Investments and Properties, Inc.

Dear Sir/Madam:

Enclosed is an original and one copy of Articles of Incorporation and Acceptance of Registered Agent for Tropical Investments and Properties, Inc.

Also enclosed is our check in the amount of \$70.00 to cover the filing fee and fee for Designation of and Acceptance by a Registered Agent.

Please provide me with a non-certified copy of these Articles of Incorporation.

Thank you for your cooperation in this matter.

1. Hom Weller

Very truly yours,

C. Norris Tilton

CNT:jw Enclosures 119-01 OLOCT -8 AM 9: 24
SECRETARY OF STATE
ASSEE, FLORIDA

0/10/9

ARTICLES OF INCORPORATION

OF

TROPICAL INVESTMENTS AND PROPERTIES, INC.

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation shall be:

TROPICAL INVESTMENTS AND PROPERTIES, INC.

The principal place of business of this corporation shall be 1421 N. E. Elizabeth Avenue, Jensen Beach, Florida, 34957

ARTICLE II - NATURE OF BUSINESS

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

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 2,500 shares of common stock having \$1.00 per value per share.

ARTICLE IV - ADDRESS

The street address of the initial registered office of the corporation shall be 1421 N. E. Elizabeth Avenue, Jensen Beach, Florida, 34957, and the name of the initial registered agent of the corporation at that address is:

ARTICLE V - TERM OF EXISTENCE

The corporation shall exist in perpetuity, commencing October , 2001.

ARTICLE VI - DIRECTORS

This corporation shall initially have one Director. The maximum number of Directors of the Corporation is five (5). The name and address of the initial Director is:

ALLAN L. TILTON 1421 N. E. Elizabeth Avenue Jensen Beach, Florida 34957

ARTICLE VII - OFFICERS

The names and addresses of the initial officer of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or hold office or are appointed, are

> ALLAN L. TILTON - PRESIDENT AND SECRETARY 1421 N. E. Elizabeth Avenue Jensen Beach, Florida 34957

TERI TILTON – VICE PRESIDENT AND TREASURER 1421 N, E. Elizabeth Avenue Jensen Beach, Florida 34957

ARTICLE VIII - INCORPORATORS

The names and address of the incorporators to these Articles of Incorporation are:

ALLAN L. TILTON 1421 N. E. ELIZABETH AVENUE JENSEN BEACH, FLORIDA 34957

TERI TILTON 1421 N. E. ELIZABETH AVENUE JENSEN BEACH, FLORIDA 34957

ARTICLE IX - AMENDMENT

These Articles of Incorporation may be amended by a majority interest of the shareholders of the corporation at a meeting duly called for such purpose.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this day of October, 2001.

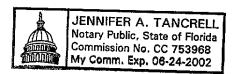
All LAN L. TILTON

TERI TILTON

STATE OF FLORIDA

COUNTY OF MARTIN

The foregoing instrument was acknowledged before me by ALLAN L. TILTON and TERI TILTON, who are personally known to me or who has produced as Identification and who did take an oath, this day of October, 2001





CERTIFICATE DESIGNATING REGISTERED OFFICE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091 and Chapter 607.034, Florida Statutes, the following is submitted in compliance with said Act:

TROPICAL INVESTMENTS AND PROPERTIES, INC., desiring to organize under the laws of the State of Florida, with its Registered Office at 1421 N. E. Elizabeth Avenue, Jensen Beach, Florida, 34957, hereby appoints ALLAN L. TILTON, as its Registered Agent to accept service of process within this State.

ACCEPTANCE BY REGISTERED AGENT

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

DATED this 5th day of October, 2001.

Registered Agent