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ACCOUNT NO. : 072100000032

REFERENCE : 259502 84592A

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pujos

SECRETARY OF STATE
TALLAHASSEE FLORIDA

2001 DEC - 7 PM 4:15

FILED

ORDER DATE : December 7, 2001

ORDER TIME : 2:31 PM

ORDER NO. : 259502-005

CUSTOMER NO: 84592A

CUSTOMER: Joel S. Moss, Esq.
Joel S. Moss, P.a.

Suite 200
47 W. New Haven Avenue
Melbourne, FL 32901

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TALLAHASSEE FLORIDA

DOMESTIC FILING

NAME: PALMS WEST, INC.

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EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson - EXT. 1155

EXAMINER'S INITIALS:

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
OF
PALMS WEST, INC.**

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is PALMS WEST, INC.

ARTICLE II

The existence of the corporation shall begin on the date these articles are filed with the Office of the Secretary of State.

ARTICLE III

The street address of the principal office of the Corporation is 1800 W. Hibiscus, Suite 125, Melbourne, Florida 32904.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 1000 shares, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 1800 W. Hibiscus Blvd., Suite 125, Melbourne, Florida 32904. The initial registered agent for the Corporation at that address is Thomas A. White.

ARTICLE VI

The initial board of directors shall consist of (1) one member. The name and address of the person who will serve on the initial board of directors is:

C. Wayne Thompson 3970 Parkway Drive
Melbourne, Florida 32934

ARTICLE VII


The name and street address of the person signing these articles of incorporation is:

C. Wayne Thompson 3970 Parkway Drive
Melbourne, Florida 32934

ARTICLE VIII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this day of November, 2001.


C. Wayne Thompson, Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for PALMS WEST, INC. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).


Name: Thomas A. White

Date: November 30, 2001.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA