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### ARTICLES OF INCORPORATION

**OF** 

## KISSIMMEE BAY INVESTORS, INC.



#### ARTICLE I

The name of this corporation is KISSIMMEE BAY INVESTORS, INC. (the "Corporation"), whose principal address is 921 West Emmett Street, Kissimmee, Florida 34741.

### ARTICLE II

The purpose of the Corporation is to engage in any lawful act or activity for which a corporation may be organized under the laws of the State of Florida.

#### ARTICLE III

The name and address in the State of Florida of the Corporation's initial agent for service of process is:

Martin S. Friedman, Esquire Rose, Sundstrom & Bentley, LLP 2548 Blairstone Pines Drive Tallahassee, Florida 32301

#### ARTICLE IV

The Corporation is authorized to issue only one class of shares of stock, to be designated Common Stock; and the total number of shares which the Corporation is authorized to issue is 7,500, which shares shall have \$1.00 par value.

#### ARTICLE V

The liability of the directors of the Corporation for monetary damages shall be eliminated to the fullest extent permissible under Florida law.

## ARTICLE VI

The Corporation is authorized to provide indemnification of agents to the fullest extent permissible under Florida law.

The undersigned incorporator has executed these Articles of Incorporation this 11th day of December, 2001.

Martin S. Friedman

Incorporator

# CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Sections 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

The name of the corporation is KISSIMMEE BAY INVESTORS, INC.

The name and address of the registered agent and office is:

Martin S. Friedman, Esquire Rose, Sundstrom & Bentley, LLP 2548 Blairstone Pines Drive Tallahassee, Florida 32301

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

Martin S. Friedman

December 11, 2001

Date

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