

P02000010453
TURNER & LYNN, P.A.
ATTORNEYS AT LAW

Vernon W. Turner(1917-2000)
Sandra T. Lynn
John Michael Lynn

830 N. Krome Avenue
Post Office Box 1629
Homestead, Florida 33090
Telephone:(305) 247-6521
Fax: (305) 248-2615

FILED

02 JAN 24 AM 10:20

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

41 Harbour House
Key Largo, Florida 33037
Telephone:(305) 367-3004

Please reply to:
Key Largo office: _____
Homestead office: XXX

January 22, 2002

Division of Corporations
P.O. Box 6327
Tallahassee, Fl 32314

200004794472--1
-01/24/02--01063--009
*****78.75 *****78.75

RE: BLACKACRE GROVE, INC.

To whom it may concern:

Please find enclosed the Articles of Incorporation for Blackacre Grove, Inc. I am also enclosing my Firm's check in the amount of \$78.75 to cover the filing, registration, and certified copy fees.

If you have any questions please do not hesitate to contact my office. Thank you for your assistance in this matter.

Very Truly Yours,

TURNER & LYNN, P.A.

BY: _____

JOHN MICHAEL LYNN, ESQ.

JML/ct
Enclosure

J. BRYAN JAN 3 U 2002

ARTICLES OF INCORPORATION
OF
BLACKACRE GROVE, INC.

FILED
02 JAN 24 AM 10:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE I--NAME

The name of the corporation shall be BLACKACRE GROVE, INC.

ARTICLE II--PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation shall be 29950 SW 209 Avenue, Homestead, Florida 33030.

ARTICLE III--CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock at a par value of one dollar (\$1.00) per share.

ARTICLE IV--REGISTERED AGENT

The name and address of the initial registered agent is JOHN MICHAEL LYNN, P.O. Box 1629, Homestead, Florida 33090 and whose street address is 830 N. Krome Avenue, Homestead, FL 33030.

ARTICLE V--INCORPORATORS

The name and address of the incorporator to these Articles of Incorporation is:

John Michael Lynn
29950 SW 209 Avenue
Homestead, Florida 33030

ARTICLE VI--PURPOSE

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE VII--BYLAWS

The power to adopt, alter, amend, or repeal the Bylaws shall be vested in the shareholders.

ARTICLE VIII--AMENDMENT

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

ARTICLE IX--PREEMPTIVE RIGHTS

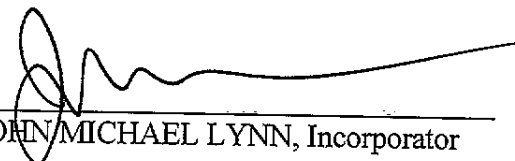
This corporation elects to have preemptive rights.

ARTICLE X--OFFICERS

The name and address of the officer(s) to these Articles of Incorporation is:

John Michael Lynn- President/Secretary

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation
this 22nd day of January, 2002.


JOHN MICHAEL LYNN, Incorporator

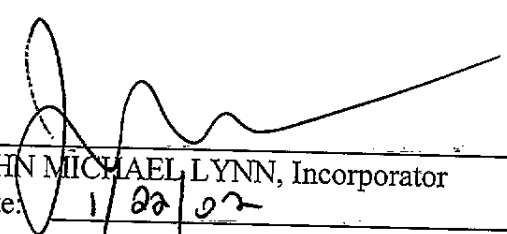
CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 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:

1. The name of the corporation is BLACKACRE GROVE, INC.
2. The name and address of the Registered Agent and office is:

John Michael Lynn
P.O. Box 1629
Homestead, FL 33090



JOHN MICHAEL LYNN, Incorporator

Date: 1/22/02

Having been named as Registered Agent to accept Service of Process for the above-stated corporation at the place designated in this Certificate, I hereby do 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 obligations of my position as Registered Agent.



JOHN MICHAEL LYNN

Date: 1/22/02

FILED
JAN 24 AM 10:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA