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FILED
02 AUG 12 PM 4:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

August 12, 2002

E-MAIL ADDRESS

Division of Corporations
George Firestone Building
409 East Gaines Street
Tallahassee, FL 32301

Via Hand Delivery

800007056008--3
-08/12/02--01050--020
*****78.75 *****78.75

To Whom It May Concern:

Enclosed for filing, please find the **ARTICLES OF INCORPORATION**, along with a check in the amount of **\$78.75** for the applicable filing fees and fees to obtain a **Certified Copy of the Articles of Incorporation** for the following entity:

THE MELROSE PARTNERSHIP, INC.

Upon receipt, please "date-stamp" the copy of the letter provided and call me at 222-7717, when the document is ready. Thank you for your assistance in this matter.

Very truly yours,

Jill W. May

Jill W. May, Paralegal

/jwm
Enclosures

RECEIVED
02 AUG 12 PM 12:17
DIVISION OF CORPORATION

**ARTICLES OF INCORPORATION
OF
THE MELROSE PARTNERSHIP, INC.**

FILED
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I - NAME

The name of this corporation is THE MELROSE PARTNERSHIP, INC.

ARTICLE II - ADDRESS

The mailing address of the corporation is 301 East Pine Street, Suite 1400, Orlando, Florida 32801.

ARTICLE III - DURATION

This corporation shall exist perpetually.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$1.00 par value common stock.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation shall be:

301 E. Pine Street, Suite 1400
Orlando, Florida 32801

The name of the initial registered agent of this corporation at that address shall be:

William A. Boyles

ARTICLE VII - INITIAL BOARD OF DIRECTORS AND OFFICERS

A. This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1).

B. The names and addresses of the initial directors and officers of this corporation are as follows:

<u>Name</u>	<u>Street Address</u>	<u>Office</u>
Adrian Melrose	301 E. Pine Street, Ste. 1400 Orlando, Florida 32801	Director/President/Secretary
June Melrose	301 E. Pine Street, Ste. 1400 Orlando, Florida 32801	Director/Vice President/Treasurer

ARTICLE VIII - INCORPORATOR

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

<u>Name</u>	<u>Address</u>
William A. Boyles	301 E. Pine Street, Suite 1400 Orlando, Florida 32801

ARTICLE IX - BYLAWS

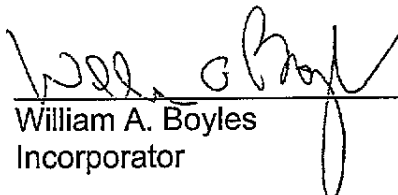
The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE X - AMENDMENT

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 24 day of July, 2002.

FILED
02 AUG 12 PM 4: 12



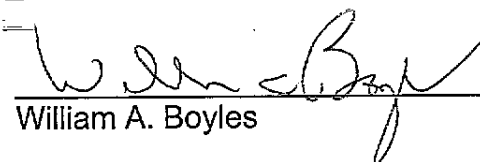
William A. Boyles
Incorporator

SECRETARY OF STATE
TALLAHASSEE FLORIDA

CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT

Having been named as the registered agent in the Articles of Incorporation of
THE MELROSE PARTNERSHIP, INC., I hereby accept and agree to act in this
capacity.

Dated: July 24, 2002.



William A. Boyles