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ARTICLES OF INCORPORATION

OF [

PHOENIX PROPERTIES OF POLK COUNTY, INC.



The undersigned incorporator, for the purpose of forming a corporation under Chapter 607, Florida Statutes, the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation is PHOENIX PROPERTIES OF POLK COUNTY, INC.

ARTICLE II

The existence of the corporation shall commence on November 18, 2002.

ARTICLE III

The street address of the corporation is 5300 South Florida Avenue, Lakeland, Florida 33813. The mailing address of the corporation is c/o Wendel & Chritton, Chartered, Post Office Box 5378, Lakeland, Florida 33807.

ARTICLE_IV

The number of shares which the corporation is authorized to issue is One Thousand (1,000) shares having a par value of \$0.01 each.

ARTICLE V

The name and street address of the initial registered agent of the corporation is JOHN F. WENDEL, c/o WENDEL & CHRITTON, Chartered, 5300 South Florida Avenue, Lakeland, Florida 33813.

ARTICLE VI

The name and address of the sole incorporator of the corporation is JOHN F. WENDEL, c/o WENDEL & CHRITTON, Chartered, 5300 South Florida Avenue, Post Office Box 5378, Lakeland, Florida 33807.

ARTICLE VII

The corporation elects to have preemptive rights.

The undersigned incorporator executed these Articles of Incorporation this 18th day of November, 2002.

IOHN F. WENDEL

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Incorporator

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I, JOHN F. WENDEL, having been named to serve as Registered Agent for PHOENIX PROPERTIES OF POLK COUNTY, INC., do hereby accept such office and agree to conduct myself therein according to law. I am familiar with and accept the obligations of such office.

DATED this 18th day of November, 2002.

OMN F. WENDEL

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