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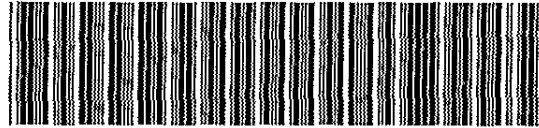
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W03-4582

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RECEIVED

03-MAR-03 AM 10:45

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

February 27, 2003

Ms. Donna Graves
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

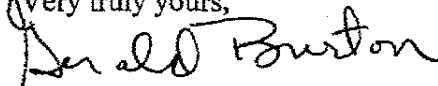
Re: Bur Banks Properties, Inc.- Articles of Incorporation & Registered Agent

Dear Ms. Graves:

Pursuant to your February 17, 2003 correspondence, I am returning the Articles of Incorporation and Certificate Designating the Address and Agent Upon Whom Process May Be Served. We have communicated with the Division of Banking and they have granted us clearance to use Bur Banks Properties, Inc. (See attached). As you know, the \$78.75 filing fee was already submitted. Therefore, kindly file the Articles of Incorporation and forward a certified copy of the filings to my attention.

Should you have any questions, please do not hesitate to contact me.

Very truly yours,



Gerald K. Burton, Director
Bur Banks Properties, Inc.
6220 S. Orange Blossom Trail
Building, 5, Suite 511
Orlando, FL 32809

407-897-1073

GKB/mpn
Encls.

Signed in the absence
of GERALD BURTON
to avoid DELAY.



DEPARTMENT OF FINANCIAL SERVICES

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

February 25, 2003

Gerald K. Burton, Esquire
6220 S. Orange Blossom Trail
Building 5, Suite 511
Orlando, Florida 32809

Dear Mr. Burton:

Re: Bur Banks Properties, Inc.

Thank you for your recent letter/fax requesting approval for use of the above-referenced name.

It is the opinion of this Department that the above-referenced corporate name is definitive enough to differentiate the business being conducted from that of a commercial bank or trust company. Therefore, the Department does not object to your use of the above-referenced name being registered to conduct business in the state of Florida.

Sincerely,

A handwritten signature in black ink that reads "Linda B. Charity".

Linda B. Charity
Deputy Director

LBC:ker

cc: Karon Beyer, Chief, Bureau of Commercial Recordings
Division of Corporations, Secretary of State's Office

**ARTICLES OF INCORPORATION
OF
BUR BANKS PROPERTIES, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator forms a corporation under the laws of the State of Florida and states as follows:

ARTICLE I

The name of the Corporation is:

BUR BANKS PROPERTIES, INC.

**ARTICLE II
PRINCIPAL OFFICE**

The principal office of the Corporation is:

6220 South Orange Blossom Trail
Building 5, Suite 511
Orlando, FL 32809

**ARTICLE III
DURATION**

The corporation shall commence existence upon the filing of these Articles of Incorporation, and continue in existence perpetually thereafter.

ARTICLE IV

This corporation is organized for the purpose of engaging in any and all lawful business.

**ARTICLE V
CAPITAL STOCK**

This corporation is authorized to issue 500 shares no-par value.

A handwritten signature, possibly reading "JL", is written in ink and enclosed within a circular scribble.

**ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation is:

6220 South Orange Blossom Trail
Building 5, Suite 511
Orlando, Florida 32809

The name of the initial registered agent of this Corporation at that address is:

Gerald K. Burton

**ARTICLE VII
INITIAL BOARD OF DIRECTORS**

This Corporation shall have one director initially. However, the number of directors may be either increased or diminished from time to time in accordance with this Corporation's by-laws, but there shall never be less than one director. The name and address of the initial director of this Corporation is:

Gerald K. Burton
6220 South Orange Blossom Trail
Building 5, Suite 511
Orlando, FL 32809

**ARTICLE VII
INCORPORATION**

The name and mailing address of the undersigned incorporator signing these Articles of Incorporation is:

Gerald K. Burton
6220 South Orange Blossom Trail
Building 5, Suite 511
Orlando, FL 32809

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, any right conferred upon the shareholders is subject to this reservation.


IN WITNESS WHEREOF, the undersigned incorporation has executed these Articles of Incorporation this 5th day of February, 2003.


GERALD K. BURTON

**CERTIFICATE DESIGNATING THE ADDRESS AND AN AGENT UPON
WHOM PROCESS MAY BE SERVED**

Having been named to accept service of process for BUR BANKS PROPERTIES, INC.
the place designated in its Articles of Incorporation, I agree to act in this capacity and to comply
with the provisions of Section 6907.0505 of the Florida Statutes.

Dated this 6th day of February, 2003.



GERALD K. BURTON
6220 South Orange Blossom Trail
Building 5, Suite 511
Orlando, FL 32809

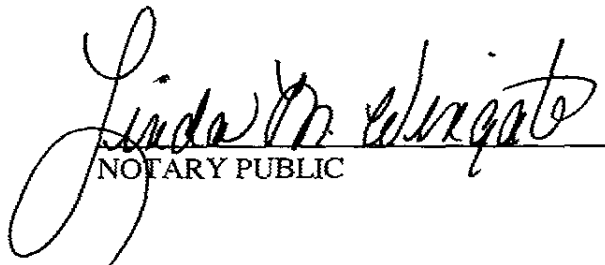
STATE OF FLORIDA)
) SS:
COUNTY OF ORANGE)

The Foregoing instrument was acknowledged before me this 7th day of February,
2003 by Gerald K. Burton, who has produced the following identification personally known
and who did take an oath.

My Commission Expires:



Linda M Wingate
My Commission CC826800
Expires April 14, 2003



NOTARY PUBLIC

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TALLAHASSEE, FLORIDA