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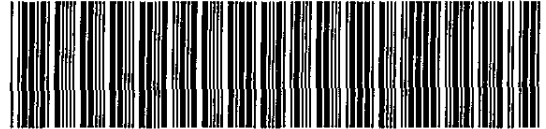
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EFFECTIVE DATE

1-9-04

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04 JAN 12 AM 10:55  
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DEPARTMENT OF REVENUE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 391292 7381945

AUTHORIZATION :

*Patricia Pigatto*

COST LIMIT : \$ 78.75

ORDER DATE : January 12, 2004

ORDER TIME : 11:28 AM

ORDER NO. : 391292-005

CUSTOMER NO: 7381945

CUSTOMER: Mr. Ronnie Leinwohl  
Urban Partners

Suite 3  
1548 The Greens Way  
Jacksonville Be, FL 32250

FILED  
04 JAN 12 AM 10:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: PINE EAGLE ESTATES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
\_\_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP  
\_\_\_\_ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
\_\_\_\_ PLAIN STAMPED COPY  
\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea - EXT. 2914

EXAMINER'S INITIALS: \_\_\_\_\_

EFFECTIVE DATE  
1-9-04

ARTICLES OF INCORPORATION  
OF  
PINE EAGLE ESTATES, INC.

The undersigned, for the purpose of forming a Corporation for profit under the laws of the State of Florida, adopts the following Articles of Incorporation:

ARTICLE I

Name

Section 1.1 Name. The name and address of the Corporation shall be Pine Eagle Estates, Inc., 1548 The Greens Way, Suite 3, Jacksonville Beach, Florida 32250.

ARTICLE II

Duration

Section 2.1 Duration. This Corporation shall exist perpetually. Corporate existence shall commence on the date these Articles of Incorporation are executed and acknowledged, except that if they are not filed by the Department of State of Florida within five business days after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

ARTICLE III

Purposes

Section 3.1 Purposes. This Corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

Capital Stock

Section 4.1 Authorized Capital. The maximum number of shares of stock which this Corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share.

Section 4.2 Restrictions on Transfer of Stock. The shareholders may, by Bylaw provision or by shareholders' agreement recorded in the minute book, impose such restrictions on the sale, transfer or encumbrance of the stock of this Corporation as they may see fit.

Section 4.3 Approval of Shareholders Required for Merger. The approval of a majority of the shareholders of this Corporation to any plan or merger or consolidation shall be required in every case, whether or not such approval is required by law.

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JAN 12 AM 10:55  
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TALLAHASSEE, FLORIDA

## ARTICLE V

### Initial Registered Office and Agent

Section 5.1      Name and Address.      The street address of the initial registered office of this Corporation is 1548 The Greens Way, Suite 3, Jacksonville Beach, Florida 32250 and the name of the initial registered agent of this Corporation is Ronald J. Leinwohl.

## ARTICLE VI

### Directors

Section 6.1      Number.      This Corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the Bylaws, but shall never be less than one.

Section 6.2      Initial Directors.      The name and street address of the first Board of Directors of the Corporation are:

Ronald J. Leinwohl  
1548 The Greens Way, Suite 3  
Jacksonville Beach, Florida 32250

Edmundo E. Gonzalez  
1548 The Greens Way, Suite 3  
Jacksonville Beach, Florida 32250

Section 6.3      Compensation.      The Board of Directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the Corporation may also serve the Corporation in any other capacity and receive compensation therefore in any form.

Section 6.4      Indemnification.      The Board of Directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

## ARTICLE VII

### Bylaws

Section 7.1      Bylaws.      The initial Bylaws of this Corporation shall be adopted by the Directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the Board of Directors, but the Board of Directors shall not alter, amend or repeal a Bylaw adopted by the shareholders if the shareholders specifically provide that such Bylaw is not subject to amendment or repeal by the Directors.

**ARTICLE VIII**

**Incorporators**

**Section 8.1**      **Name and Address.**      The name and address of the incorporator signing these articles is:

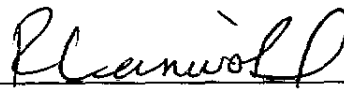
Ronald J. Leinwohl  
1548 The Greens Way, Suite 3  
Jacksonville Beach, Florida 32250

**ARTICLES IX**

**Amendment**

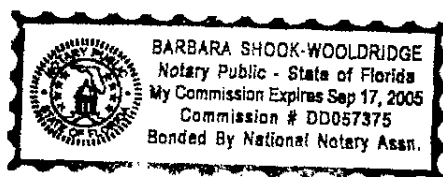
**Section 9.1**      **Amendment.**      This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.


IN WITNESS WHEREOF, the incorporator has subscribed his name to these Articles of Incorporation, this \_\_\_\_ day of June, 2003.

  
\_\_\_\_\_  
Ronald J. Leinwohl

STATE OF FLORIDA}  
COUNTY OF DUVAL}

The foregoing instrument was acknowledged before me this 9<sup>th</sup> day of January, 2004, by Ronald J. Leinwohl. He is personally known to me and he did not take an oath.



  
(Print Name) Barbara Shook-Wooldrige

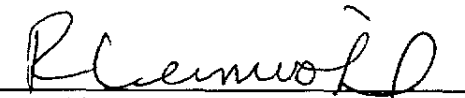
Notary Public, State of Florida

My Commission Expires: 9/17/05

**CERTIFICATE DESIGNATING REGISTERED OFFICE  
AND REGISTERED AGENT  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

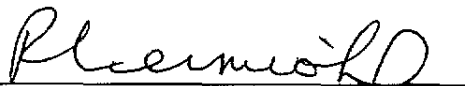
In compliance with Florida Statutes SS48.091 and 607.0501, the following is submitted:

Pine Eagle Estates, Inc. desiring to organize or qualify under the laws of the State of Florida, hereby designates Ronald J. Leinwohl as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 1548 The Greens Way, Suite 3, Jacksonville Beach, Florida 32250

  
Ronald J. Leinwohl

Date: January 9, 2004

Having been named to accept service of process of the above state corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
Ronald J. Leinwohl

Date: January 9, 2004

**FILED**  
04 JAN 12 AM 10:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA