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BASIC AMENDMENT

FLAGLER ESTATES DEVELOPMENT GROUP, INC.

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AMENDED AND RESTATED ARTICLES OF INCORPORATION OF

FLAGLER ESTATES DEVELOPMENT GROUP, INC.
Document Number: P04000072424



Pursuant to section 607, Florida Statutes, this Florida profit corporation adopts the following Amended and Restated Articles of Incorporation.

ARTICLE 1
NAME

The name of this corporation is: Flagler Estates Development Group, Inc. ("Corporation").

ARTICLE 2 DURATION

The duration of this Corporation is perpetual.

ARTICLE 3 GENERAL PURPOSES

The general purposes for which this Corporation is organized are to engage in any or all lawful business for which corporations may be incorporated under Florida law.

ARTICLE 4

The aggregate number of shares which the corporation shall have authority to issue is 100 shares of common voting stock having a par value of \$1.00 per share.

ARTICLE 5 DIRECTORS/OFFICERS

The Corporation's board of directors shall consist of not less than one (1) nor more than three (3) members, with the exact number to be fixed from time to time by resolution of the board of directors. The initial number of directors is one (1) and the initial director is:

Robert D. Provenzano - D 5951 Katona Drive Pt. Orange, FL 32127 H04000211842 3

ARTICLE 6 PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the principal office of the Corporation is 138 Palm Coast Parkway NE, #334, Palm Coast, Florida 32137. The name and address of the initial registered agent of the Corporation is Palmetto Charter Services, Inc., 150 Magnolia Avenue (Post Office Box 2491), Daytona Beach, Florida 32115-2491.

These Amended and Restated Articles of Incorporation were approved by the shareholders on August 12, 2004. The number of votes cast for the amendments were sufficient for approval.

IN WITNESS WHEREOF, the undersigned does hereby execute and acknowledge these Amended and Restated Articles of Incorporation this 20th day of October; 2004

Robert D. Provenzano, Director/President A

CERTIFICATE DESIGNATING REGISTERED
AGENT AND STREET ADDRESS FOR
SERVICE OF PROCESS

Pursuant to Section 48.091, Florida Statutes, FLAGLER ESTATES DEVELOPMENT GROUP, INC., hereby designates Palmetto Charter Services, Inc., a Florida corporation and 150 Magnolia Avenue, Daytona Beach, Florida 32114, as its registered agent and the street address of its registered office, respectively, for service of process within the State of Florida.

FLAGLER ESTATES DEVELOPMENT GROUP, INC.

Robert D. Provenzano, Director/President

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ACCEPTANCE OF DESIGNATION

The undersigned understands the obligations of and hereby accepts the foregoing designation as registered agent of FLAGLER ESTATES DEVELOPMENT GROUP, INC. for service of process within the State of Florida.

PALMETTO CHARTER SERVICES, INC.

John P. Ferguson, Vice President