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DIVISION OF REGISTRATION

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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 838211 5017100

AUTHORIZATION : *Patricia Pigato*

COST LIMIT : \$ 78.75

ORDER DATE : August 6, 2004

ORDER TIME : 11:05 AM

ORDER NO. : 838211-005

CUSTOMER NO: 5017100

CUSTOMER: Al R. Lopez, Jr., Esq
Lopez & Kelly, P.a.

Suite 500
4600 West Cypress Street
Tampa, FL 33607

DOMESTIC FILING

NAME: FANARO & FUNDERBURG
PROPERTIES, 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: Darlene Ward - EXT. 2935

EXAMINER'S INITIALS: _____

**ARTICLES OF INCORPORATION
OF
FANARO & FUNDERBURG PROPERTIES, INC.**

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TALLAHASSEE, FLORIDA

**Article I
Name**

The name of this Corporation is FANARO & FUNDERBURG PROPERTIES, INC.

**Article II
Duration**

The Corporation shall have perpetual existence.

**Article III
Purpose and Principal Place of Business**

Purpose. This Corporation is organized for the purposes of transacting any or all lawful business.

Principal Place of Business. The initial street address of the principal place of business of the Corporation is 4610 Cypress Tree Drive, Tampa, Florida 33624.

**Article IV
Capital Stock**

The amount of capital stock authorized shall consist of 7,500 shares of the common voting stock having a par value of \$1.00 per share, payable in lawful money of the United States of

America or in property, at a just valuation to be fixed by the Board of Directors of this Corporation. The capital stock of the Corporation may at any time be increased or decreased as provided by the laws of Florida.

Article V
Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata shares thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article VI
Registered Office and Agent

Section 1. The undersigned incorporators of this Corporation, desiring to organize under the laws of the State of Florida, with its principal place of business located in the City of Tampa, State of Florida, have named AL R. LOPEZ, JR., as their agent to accept service of process within this State.

Section 2. 4600 West Cypress Street, Suite 500, Tampa, Florida 33607, is hereby designated by said incorporators as the Registered Office of the Corporation in the State of Florida, and AL R. LOPEZ, JR., is hereby named as the Registered Agent of the Corporation, whose business office is identical with the said Registered Office.

Article VII
Incorporators

The names and street addresses of the Incorporators are:

Carl G. Fanaro
4610 Cypress Tree Drive
Tampa, Florida 33624

Gregg K. Funderburg
8705 Woodcrest Drive
Port Richey, Florida 34668

Article VIII
Board of Directors

Section 1. This Corporation initially shall have two directors. The number of directors may be increased or diminished from time to time by action in accordance with the Bylaws of the Corporation.

Section 2. The name and street address of the first members of the Board of Directors who, unless otherwise provided by the Bylaws, shall hold office for the first year of existence of the Corporation or until their successors are elected and qualified are:

Carl G. Fanaro
4610 Cypress Tree Drive
Tampa, Florida 33624

Gregg K. Funderburg
8705 Woodcrest Drive
Port Richey, Florida 34668

All of the directors of the Corporation shall be at least eighteen (18) years of age.


Article IX
Restriction on Transfer of Stock

Shares of the capital stock of this Corporation shall be issued initially to the following persons and in the amounts set opposite their names:

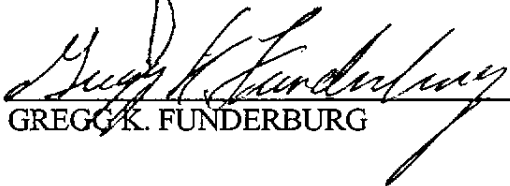
CARL G. FANARO	100 shares
GREGG K. FUNDERBURG	100 shares

Shares held by the initial Shareholders listed above and all subsequent shareholders may not be resold or otherwise transferred (other than to a revocable trust created by a Shareholder) or encumbered without the consent of the other Shareholders and unless such shares are first offered to the remaining Shareholders or to this Corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified in, or as directed by, the Bylaws of this Corporation or by written agreement of this Corporation and its Shareholders.

IN WITNESS WHEREOF, the above-named Incorporators have subscribed their names this 5th day of August, 2004.



CARL G. FANARO



GREGG K. FUNDERBURG

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing Articles of Incorporation were acknowledged before me by CARL G. FANARO, who is personally known to me, or who has produced Florida Driver's License _____ as identification and who did [did not] take an oath, this 5th day of August, 2004.



Jacqueline E. Rhodes
MY COMMISSION # DD000421 EXPIRES
April 30, 2005
BONDED THRU TROY FAIN INSURANCE, INC.

Jacqueline E Rhodes
Printed Name: _____
NOTARY PUBLIC
State of Florida at Large
Commission No. _____
My Commission Expires: _____

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing Articles of Incorporation were acknowledged before me by GREGG K. FUNDERBURG, who is personally known to me, or who has produced Florida Driver's License F 534-291-58-001-0 as identification and who did [did not] take an oath, this 5th day of August, 2004.



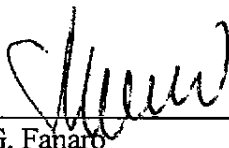
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Jacqueline E Rhodes
Printed Name: _____
NOTARY PUBLIC
State of Florida at Large
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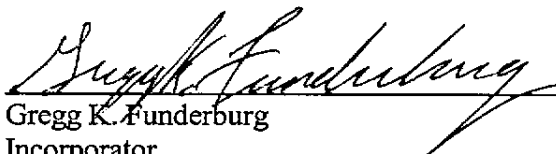
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

In compliance with Section 48.091 and Section 607.0501, Florida Statutes, the following is submitted:

First--that FANARO & FUNDERBURG PROPERTIES, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the City of Tampa, State of Florida, has named AL R. LOPEZ, JR., located at [agent address], as its registered agent to accept service of process within Florida.



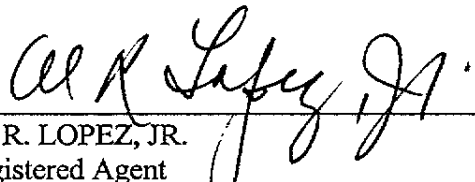
Carl G. Fanaro
Incorporator
Title: President
Date: August 5, 2004



Gregg K. Funderburg
Incorporator
Title: Vice President, Secretary, Treasurer
Date: August 5, 2004

AL R. LOPEZ, JR., having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, and being familiar with the obligations of Registered Agent, I hereby agree to act in this capacity and accept the obligation of

that position, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of all matters.


AL R. LOPEZ, JR.
Registered Agent
Date: August 5, 2004

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