

OCT-25-2004 MON 12:43 PM

FAX NO.

Division of Corporations

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To:

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Fax Number : (850)205-0381

From:

Account Name : ZIMMERMAN, KISER, & SUTCLIFFE, P.A.
Account Number : I19990000006
Phone : (407)425-7010
Fax Number : (407)425-2747

FLORIDA PROFIT CORPORATION OR P.A.

PLAZA CONDO'S, INC.

Certificate of Status	0
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Page Count	04
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ARTICLES OF INCORPORATION

OF

PLAZA CONDO'S, INC.

The undersigned subscribers to these Articles of Incorporation hereby form a corporation under the Florida Business Corporation Act.

ARTICLE I

Name of Corporation

The name of the corporation is:

PLAZA CONDO'S, INC.

ARTICLE II

General Purpose

This corporation is organized for the purpose of transacting any or all lawful business permitted by the laws of the State of Florida and of the United States of America.

ARTICLE III

Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having a par value of \$.10 per share.

ARTICLE IV

Address

The initial street address of the principal office of this corporation in the State of Florida is 2921 Orlando Drive, Suite 220, Sanford, Florida 32771. The initial mailing address of this corporation in the State of Florida is P.O. Box 543, Sanford, Florida 32772.

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ARTICLE V

Pre-Emptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

Directors

The business of this corporation shall be managed by a Board of Directors. There shall be one director initially. The number of directors may be increased, and after such increase, decreased from time to time pursuant to bylaws adopted by the shareholders.

The name and street address of the members of the first Board of Directors are:

Stanlee J. Smith
2921 Orlando Drive, Suite 220
Sanford, Florida 32771

Blanche Smith
2921 Orlando Drive, Suite 220
Sanford, Florida 32771

Thomas J. Hackert
2921 Orlando Drive, Suite 220
Sanford, Florida 32771

ARTICLE VII

Incorporators and Subscribers

The name and street address of each person signing the Articles of Incorporation as incorporators and subscribers are:

Scott M. Price
315 E. Robinson Street, Suite 600
Orlando, Florida 32801

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ARTICLE VIII

Duration and Date Corporate Existence Commences

The date when corporate existence for this corporation shall begin shall be on the date of the filing of these Articles of Incorporation and this corporation shall have perpetual duration.

ARTICLE IX

Registered Agent

The street address of the registered agent of this Corporation is 315 E. Robinson Street, Suite 600, Orlando, Florida 32801, and the name of the registered agent of this Corporation at that address is Scott M. Price.

ARTICLE X

Indemnification

The corporation shall indemnify any officer, director or any former officer or director, to the full extent permitted by law.

ARTICLE XI

Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in and is hereby reserved to the shareholders. Bylaws shall be adopted, altered, amended or repealed as provided therein.

ARTICLE XII

Amendment

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

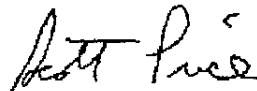
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IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation on this 22 day of October, 2004.



SCOTT M. PRICE

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 608.415 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: PLAZA CONDO'S, INC.
2921 Orlando Drive, Suite 220
Sanford, Florida 32771

The name and address of the registered agent and office is:

Scott M. Price
(Name)
315 E. Robinson Street, Suite 600
(P. O. Box not acceptable)
Orlando, Florida 32801
(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Scott Price
(Signature)

DIVISION OF CORPORATIONS, P. O. BOX 6327, TALLAHASSEE, FLORIDA 32314

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