

September 12, 2005

Department of State, Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: PAR MANAGEMENT, INC.

Ladies and Gentlemen:

Please find enclosed for filing one original and one copy of the Articles of Incorporation of PAR MANAGEMENT, INC. Also enclosed is a check in the amount of \$78.75 as the appropriate filing fee and for one certified copy.

Please return the copy, stamped to show the date of filing, to the undersigned.

Sincerely,

A handwritten signature in black ink, appearing to read 'R/V Prioleau', written over a horizontal line.

Ronell V. Prioleau
P.O. Box 801
Minneola, FL 34755
(407) 701-5668

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

05 SEP 14 PM 4:09

**ARTICLES OF INCORPORATION
OF
PAR MANAGEMENT, INC.**

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I

The name of the Corporation shall be PAR MANAGEMENT, INC.

ARTICLE II

The principal place of business and mailing address of this corporation shall be P.O. Box 801, Minneola, FL 34755

ARTICLE III

The purpose for which the corporation is organized is to purchase, rent and manage real estate.

ARTICLE IV

The aggregate number of shares, which the Corporation has authority to issue, is 1,000 shares of common stock with no par value.

ARTICLE V

The initial officers and/or directors is:

Ronell V. Prioleau, **President**, P.O. Box 801, Minneola, FL 34755

Angela Subbs Prioleau, **Vice President**, P.O. Box 801, Minneola, FL 34755

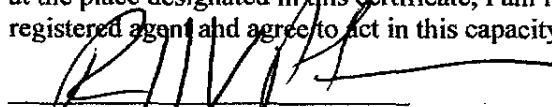
ARTICLE VI

The address of the initial registered office of the Corporation is 2635 Cedaridge Circle, Clermont, FL 34711 and the name of the Corporation's initial registered agent for service of process at such address is Ronell V. Prioleau.

ARTICLE VII

The name and address of the incorporator to these Articles of Incorporation is: Ronell V. Prioleau, P.O. Box 801, Minneola, FL 34755

Having been named as registered agent accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Signature/Registered Agent



Date

9/11/05



Signature/Incorporator



Date

9/11/05

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

05 SEP 14 PM 4:09

Pursuant to the provisions of sections 607 or 621, Florida Statutes (Profit), 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: PAR MANAGEMENT, INC.
2. The name of the registered agent and office is:

Ronell V. Prioleau
2635 Cedaridge Circle, Clermont, FL 34711
P.O. Box 801
Minneola, FL 34755

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION 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.

SIGNATURE _____

DATE _____


9/11/05