

P06000000 1464

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H06000002472 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 205-0381

From: LINDA A. SCARCELO
Account Name : CNL FINANCIAL GROUP, INC.
Account Number : 113615003626
Phone : (407) 650-1000
Fax Number : (407) 540-2699

FILED
06 JAN -4 AM 11:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT/NON PROFIT CORPORATION

CNL Investor Services Company

| | |
|-----------------------|---------|
| Certificate of Status | 1 |
| Certified Copy | 1 |
| Page Count | 03 |
| Estimated Charge | \$87.50 |

D. WHITE JAN - 5 2006

Electronic Filing Menu

Corporate Filing Menu

Help

* FILED
H06000002472 3
06 JAN -4 AM 11:56

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
CNL INVESTOR SERVICES COMPANY

ARTICLE I - NAME

The name of this corporation is CNL Investor Services Company.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal office and the mailing address of the corporation shall be 450 S. Orange Avenue, Orlando, Florida 32801-3336, and the mailing address shall be P.O. Box 4920, Orlando, FL 32802-4920.

ARTICLE III - PURPOSE AND GENERAL POWERS

The purposes of the Corporation shall be to engage in any and all lawful activities permitted under the Florida Business Corporation Act, as the same now exists and has hereafter amended.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Thousand (1,000) shares of common stock having a par value of One and No/100 Dollar (\$1.00).

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 450 S. Orange Avenue, Orlando, Florida 32801-3336, and the name of the initial registered agent of this corporation at that address is Linda A. Scarcelli, 450 S. Orange Avenue, Orlando, FL 32801.

H06000002472 3

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the corporation, but shall never be less than one (1). The names and addresses of the initial directors are as follows:

| <u>Name</u> | <u>Address</u> |
|----------------------|--|
| James M. Seneff, Jr. | 450 S. Orange Avenue Orlando, FL 32801-3336 |
| Robert A. Bourne | 450 S. Orange Avenue Orlando, FL 32801-3336 |

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles are as follows:

| | |
|--------------------|--|
| Linda A. Scarcelli | 450 S. Orange Avenue Orlando, FL 32801-3336 |
|--------------------|--|

ARTICLE VIII - INDEMNIFICATION

In addition to any rights and duties under applicable law, the Corporation shall indemnify and hold harmless all of its directors, officers, employees, and agents, and former directors, officers, employees and agents from and against all liabilities and obligations, including attorney's fees, incurred in connection with any actions taken or failed to be taken by them on behalf of the Corporation except for willful misconduct or gross negligence. The foregoing indemnification shall not limit further indemnification under the Bylaws of the Corporation or by separate agreement.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 4th day of January, 2006.


Linda A. Scarcelli, Incorporator

H06000002472 3

01/04/2006 17:46 FAX

004/004

H06000002472 3

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent of CNL Investor Services Company.


Linda A. Scarcelli, Registered Agent

FILED
06 JAN -4 AM 11:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H06000002472 3