

PARK, OSSIAN, BARNAKY & PARK, P.A.

—ATTORNEYS AT LAW—

J. BRENT BARNÁKY

MARK A. OSSIAN[^]*

JOSEPH R. PARK[±]

MICHAEL J. PARK

[±] BOARD CERTIFIED CIVIL TRIAL LAWYER

[^]CERTIFIED FAMILY MEDIATOR

*CERTIFIED PUBLIC ACCOUNTANT

PLEASE REPLY #10:

P.O. BOX 5088

CLEARWATER, FLORIDA 33758

PHONE (727) 726-3777

FAX (727) 797-6463

August 15, 2007

Corporate Records Bureau
Secretary of State
P.O. Box 6327
Tallahassee, FL 32314

Re: **Articles of Incorporation of Liberty Land Management Group, Inc.**

Gentlemen:

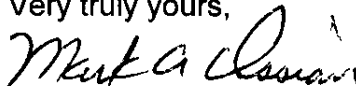
I enclose herein for filing, an original and one copy of the Articles of Incorporation for Liberty Land Management Group, Inc. I have enclosed an extra copy of the Articles of Incorporation and would ask that you provide me with a certified copy for my records

Also enclosed is a check in the amount of \$78.75 to cover the following costs:

Filing Fee	\$ 35.00
Designation of Registered Agent	35.00
Certified Copy	8.75
Total:	\$ 78.75

Please contact me immediately at the above telephone number if there are any problems in filing these Articles of Incorporation.

Very truly yours,



Mark A. Ossian

MAO/kr
Enclosures

cc: Robert Keating

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
07 AUG 20 PM 1:42

EFFECTIVE DATE

8/16/07

ARTICLES OF INCORPORATION

OF

LIBERTY LAND MANAGEMENT GROUP, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

07 AUG 20 PM 1:42

The undersigned subscribers to these Articles of Incorporation, being natural persons competent to contract, hereby form a corporation for profit under the Florida General Corporation Act under the laws of the State of Florida.

ARTICLE I - NAME OF CORPORATION

The name of this corporation is LIBERTY LAND MANAGEMENT GROUP, INC.

ARTICLE II - GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is:

- A. To engage in every phase and aspect of any lawful business activity.
- B. To invest the funds of this corporation in real estate, mortgages, stocks, bonds or any other type of investments, and to own real and personal property necessary for the rendering of such professional services.
- C. To do anything necessary and proper for the accomplishment or furtherance of any of the purposes or objects of this corporation enumerated in these Articles of Incorporation, or any amendment thereof, necessary or incident to the protection and benefit of this corporation; and in general, either alone or in association with other corporations, firms or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment or furtherance of such purposes or object of this corporation.

D. It is intended that this corporation may conduct and transact business lawfully authorized and not prohibited by Chapter 607, Florida Statutes, as the same may be from time to time amended.

ARTICLE III - CAPITAL STOCK

A. The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is 1,000 shares of \$1.00 par value common stock.

B. All or any portion of the capital stock may be issued in payment for real or personal property, services, or any other right or thing having a value, in the judgment of the Board of Directors, at least equivalent to the full value of the stock so to be issued as hereinabove set forth, and when so issued shall become and be fully paid and non-assessable, the same as though paid for in cash; and the Directors shall be the sole judges of the value of any property, right or thing acquired in exchange for capital stock, and their judgment of such value shall be conclusive.

C. Notwithstanding the foregoing, the corporation shall have the right to increase its capital stock either with or without par value, and to provide in the event of such increase the designations, preferences, voting powers or restrictions, or qualification of voting powers of such additional stock, in an amendment to these Articles of Incorporation.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is \$1,000.00.

ARTICLE V - TERM OF EXISTENCE

The date when corporate existence shall begin is as of the date of execution of

these Articles of Incorporation by the subscribers, and the corporation shall exist perpetually thereafter unless dissolved by law.

ARTICLE VI - ADDRESS OF CORPORATION

The initial street address of the principal office of this corporation in the State of Florida will be 10136 Highcrest Lane, New Port Richey, Florida 34654. The Board of Directors shall have the power to establish branch offices, and to move the principal office to any other address in Florida.

ARTICLE VII - BOARD OF DIRECTORS

A. The initial number of Directors of this corporation shall be one (1). The number of Directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one (1).

B. The names and street addresses of the initial members of the Board of Directors, who shall hold office for the first year of existence of this corporation or until their successors are duly elected and qualified are:

<u>NAMES</u>	<u>ADDRESS</u>
Teresa Gail Phillips	P.O. Box 1290 Palm Harbor, FL 34682-1290

C. Any Director may be removed from office by the holders of a majority of the stock entitled to vote thereon at any annual or special meeting of the stockholders, for any reason.

D. In case one or more vacancies shall occur in the Board of Directors by reasons of death, resignation or otherwise, the vacancies shall be filled by vote of the

holders of a majority of stock entitled to vote thereon at the next annual meeting or at a special meeting called for the purpose of filling such vacancies.

ARTICLE VIII - SUBSCRIBERS

The names and addresses of the subscribers to these Articles of Incorporation are:

<u>NAMES</u>	<u>ADDRESS</u>
Teresa Gail Phillips	P.O. Box 1290 Palm Harbor, FL 34682-1290

No stockholders of this corporation shall enter into a voting trust agreement or any other type of agreement vesting in another person the authority to exercise the voting power of any or all of his shares.

ARTICLE IX - VOTING TRUSTS

No stockholders of this corporation shall enter into a voting trust agreement or any other type of agreement vesting in another person the authority to exercise the voting power of any or all of his shares.

ARTICLE X - ADDITIONAL CORPORATION POWERS

In furtherance and not in limitation of the general powers conferred by the laws of the State of Florida, and of the purposes and objects herein above stated, this corporation shall have all and singular the following powers:

A. To enter into or become a partner in any arrangement for sharing profits, union of interest, or cooperation, joint venture or otherwise, with any person, firm or corporation to carry on any business which this corporation has the direct or incidental authority to pursue.

B. At its option, to purchase and acquire any or all of its shares, owned and held by any such stockholder as should desire to sell, transfer or otherwise dispose of his shares or any or all of its shares owned and held by a stockholder who dies, all in accordance with the By-Laws adopted by the stockholders of this corporation setting forth the terms and conditions of such purchase; provided, however, the capital of this corporation cannot be impaired thereby.

C. To enter into for the benefit of its employees, one or more of the following: (1) pension plan, (2) a profit sharing plan, (3) a stock bonus plan, (4) a thrift and savings plan, (5) a restricted stock option plan, or (6) other retirement or incentive compensation plans.

ARTICLE XI - RESIDENT AGENT

TERESA GAIL PHILLIPS, whose address is 10136 Highcrest Lane, New Port Richey, Florida 34654, is authorized to accept service of process as resident agent for this corporation.

ARTICLE XII - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority of the shares of stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned has hereunto set her hand and seal this

16th day of August, 2007.

Teresa Gail Phillips (SEAL)
TERESA GAIL PHILLIPS

STATE OF FLORIDA

COUNTY OF PINELLAS

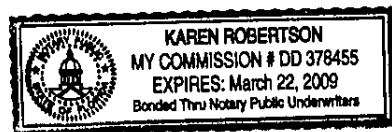
BEFORE ME, the undersigned authority, personally appeared TERESA GAIL PHILLIPS, to me well known to be the individual described in and who executed the foregoing Articles of Incorporation, and she acknowledged before me that she subscribed the said instrument for the uses and purposes set forth therein.

WITNESS my hand and seal in the County and State last aforesaid, this 16 day of August, 2007.

Karen Robertson

Notary Public

My Commission Expires:



ACCEPTANCE OF DESIGNATION AS RESIDENT AGENT

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept the designation to act in this capacity and agree to comply with the provisions of law relative to keeping open the corporation's office.


TERESA GAIL PHILLIPS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
07 AUG 20 PM 1:42