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DOMESTICATION

Republic Properties Management, Inc.

Certificate of Status	0
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9-28-1984

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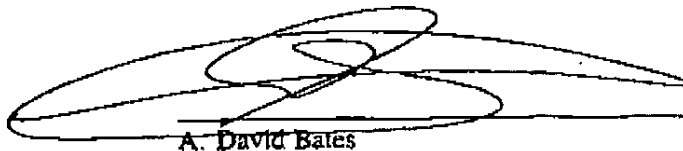
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CERTIFICATE OF DOMESTICATION

The undersigned, A. David Bates, President of Republic Properties, Inc., a foreign corporation, in accordance with §607.1801, Florida Statutes, does hereby certify:

1. The date on which the corporation was first formed was September 28, 1984.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was Ohio.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was Republic Properties, Inc.
4. The name of the corporation, as set forth in its Articles of Incorporation, to be filed pursuant to §§607.0202 and 607.0401 with this Certificate is Republic Properties Management, Inc.
5. The jurisdiction that constituted the seat, siege, social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of this Certificate of Domestication was Ohio.
6. Attached are Florida Articles of Incorporation to complete the domestication requirements pursuant to §607.1801.

I am the President of Republic Properties, Inc. and am authorized to sign this Certificate of Domestication on behalf of the corporation and done so this 26 day of December, 2007.



A. David Bates

EFFECTIVE DATE
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**ARTICLES OF INCORPORATION OF
REPUBLIC PROPERTIES MANAGEMENT, INC.
A FLORIDA CORPORATION**

**ARTICLE I
NAME**

The name of the Corporation is REPUBLIC PROPERTIES MANAGEMENT, INC.

**ARTICLE II
ADDRESS**

The mailing address and street address of the principal office of the Corporation is 7680 Universal Blvd., Suite 380, Orlando, Florida 32819.

**ARTICLE III
DURATION**

The period of duration for the Corporation shall be perpetual.

EFFECTIVE DATE
9-28-1984

**ARTICLE IV
PURPOSE**

The purpose of the Corporation shall be any and all lawful purposes.

**ARTICLE V
SHARES**

The maximum number of shares which the Corporation is authorized to issue is Seven Hundred Fifty (750) shares of Common Stock, without Par Value. The sale or transfer of said shares shall be restricted in that, if any holder desires, or in the happening event, is required to sell, transfer or otherwise dispose of his or her shares or any part thereof, said Corporation shall have the first right to purchase the same.

Any shareholder so desiring or required to sell, transfer or otherwise dispose of such shares, or any part thereof, shall give to the Secretary or Treasurer, of the Corporation notice in writing of such desire or requirement. The Corporation shall have the first right to purchase the shares so offered within ninety (90) days from the date of receipt of said notice at the book value of such shares on the date of receipt of said notice.

If the Corporation fails to purchase such offered shares within the above-prescribed period, then the shareholder may sell or transfer the same to any corporation, association, person, or other entity, provided, however, that such transferee shall be subject to and bound by the restrictions contained in this clause with respect to any subsequent transfer of such shares on his or her part.

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The Board of Directors shall have the right to authorize waiver of the Corporation's rights to purchase and permit the holder to transfer such shares from the holder to any designated person.

ARTICLE VI
INITIAL DIRECTORS

A. Arthur Bates
7680 Universal Blvd.
Suite 380
Orlando, FL 32819

A. David Bates
7680 Universal Blvd.
Suite 380
Orlando, FL 32819

Robert A. Schmitz
1911 Detroit Road
Suite 211
Rocky River, OH 44116-1746

ARTICLE VII
INITIAL REGISTERED OFFICE AND AGENT

The address of the initial Registered Office of the Corporation is 7680 Universal Blvd., Suite 380, Orlando, Florida 32819, and the initial Registered Agent at such address is A. David Bates.

IN WITNESS WHEREOF, the undersigned affirms that, under penalty of perjury, the facts stated herein are true, and the undersigned has executed these Articles of Incorporation this 26 day of December, 2007.

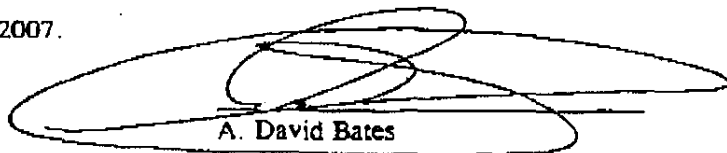

A. David Bates

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**ACCEPTANCE OF APPOINTMENT
BY INITIAL REGISTERED AGENT**

THE UNDERSIGNED, an individual, having been named in Article VII of the foregoing Articles of Organization as initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that he is familiar with, hereby accepts, the obligations set forth in the Florida Statutes, and the undersigned will further comply with any other provision of law, made applicable to him as Registered Agent for the Corporation.

DATED this 24 day of Dec., 2007.



A. David Bates

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