

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0193 FAX

800-342-8086

csc networks

MAIL TO:
P.O. Box 5020
TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE : 523655 113342A

AUTHORIZATION :

COST LIMIT : *Patricia P. 122.50*

ORDER DATE : January 11, 1995

ORDER TIME : 11:09 AM

ORDER NO. : 523655

CUSTOMER NO: 113342A

800001376278

RUSH WILL WAIT

CUSTOMER: Ms. Lynda Paterson
DEHARDER INVESTMENT CORP.

P. O. Box 372667

Satellite Beach, FL 32937

RECEIVED
JAN 11 AM 11:34
RUSH WILL WAIT
DIVISION OF CORPORATION
DOMESTIC FILING

NAME: CORNERSTONE PARTNERS 54, INC.

P95000002709
XX ARTICLES OF INCORPORATION
___ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
___ PLAIN STAMPED COPY
___ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Maria I. Newport

EXAMINER'S INITIALS:

DM
1-11-95
02/A

FILED
95 JAN 11 PM 11:49
SECRET
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
CORNERSTONE PARTNERS 54, INC.

FILED
95 JAN 11 AM 11:42
SECRET
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I

NAME

The name of the corporation shall be Cornerstone Partners 54, Inc.

ARTICLE II

COMMENCEMENT OF EXISTENCE AND DURATION

The corporation shall be deemed to commence its existence on the date of filing. The term of existence of the corporation is perpetual.

ARTICLE III

PURPOSE

The purpose of the corporation shall be to transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV

CAPITAL STOCK

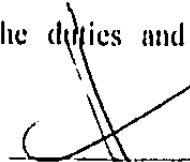
The aggregate number of shares which the corporation has authority to issue is six hundred (600) shares, all of which shall be common shares at a par value of one dollar (\$1.00).

ARTICLE V

REGISTERED OFFICE, PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation is 1077 Highway A1A, Satellite Beach, Florida 32937. The principal office street address is the same. The mailing address of the corporation is 1077 Highway A1A Satellite Beach, Florida 32937. The name of the initial registered agent is Robert DeHarder.

I HEREBY am familiar with and accept the duties and responsibilities as registered agent for said corporation


Robert DeHarder

ARTICLE VI

BOARD OF DIRECTORS

The business of the corporation shall be managed by a Board of Directors, consisting of at least one (1) director and no more than seven (7) directors. The initial Board of Directors shall consist of one (1) director, whose name and address is as follows:

Name	Address
Robert DeHarder	1077 Highway A1A Satellite Beach, Florida 32937

ARTICLE VII

OFFICERS

The corporation shall have officers as listed below:

Name	Address
Robert DeHarder	1077 Highway A1A Satellite Beach, Florida 32937

ARTICLE VIII

INCORPORATORS

The name and address of the incorporator of this corporation is as follows:

Name	Address
Robert DeHarder	1077 Highway A1A Satellite Beach, Florida 32937

ARTICLE IX

AMENDMENTS TO ARTICLES OF INCORPORATION AND BYLAWS

The shareholders shall have the exclusive authority to make amendments to these Articles of Incorporation by unanimous vote of all outstanding shares; the Board of Directors shall have the authority to formulate and adopt the initial bylaws of this corporation, thereafter, the shareholders shall have the exclusive authority to amend the bylaws of the corporation by a unanimous vote of all outstanding shares.

ARTICLE X
SHAREHOLDERS

The incorporator has subscribed to shares in the following amounts:

Name	# of Shares	Purchase Price
Robert DeHarder	600	\$ 600.00

ARTICLE XI
"S" CORPORATION ELECTION AND 1244 ELECTION

The incorporator elects to have said corporation incorporated as a "S" corporation and to make the 1244 election at time of incorporation.

IN WITNESS WHEREOF, I have subscribed my name, both this 9th day of January 1995.

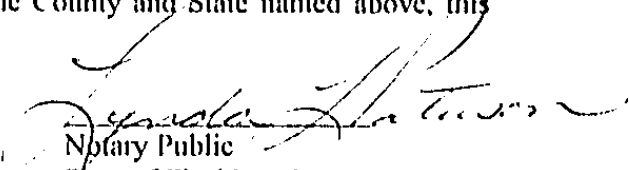


Robert DeHarder

STATE OF FLORIDA
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, a notary public duly authorized in the State and County named above to take acknowledgments, personally appeared Robert DeHarder, to me known to be the person who executed and subscribed the foregoing Article of Incorporation, and who acknowledged before me that they executed the same for the purpose therein contained.

WITNESS my hand and official seal in the County and State named above, this 9th day of January, 1994


Notary Public
State of Florida at Large

My Commissions Expires:

