

LEWIS R. PEARCE, P. A.
ATTORNEY AT LAW
2255 NORTH COURTEENAY PARKWAY
MERRITT ISLAND, FLORIDA

TELEPHONE 499-0000
AREA CODE 407

PLEASE REPLY TO
POST OFFICE BOX 640017
MERRITT ISLAND, FLORIDA 32954-0017

P95000003870
JANUARY 10, 1995
EFFECTIVE DATE

Secretary of State
Corporate Records Bureau
Post Office Box 6327
Tallahassee FL 32301

JAN 15 1995

000001381210
-01/17/95--01003--003
*****70.00 *****70.00

In Re: Flamingo Crest Development, Inc.


Gentlemen:

In connection with the subject matter, please find enclosed the following:

1. The original and one copy of the Articles of Incorporation.
2. The original and one copy of the Certificate as to the Designation of Resident Agent.
3. Our check in the amount of \$70.00 covering appropriate filing fees.

We respectfully request that this information be filed and that a stamped copy of the Articles of Incorporation be returned to the undersigned. Thank you for your assistance and cooperation in this regard.

Very truly yours,


Lewis R. Pearce

Enclosures

LRP/ca

JAN 17 1995 BSB

FILED
JAN 13 AM 9:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
FLAMINGO CREST DEVELOPMENT, INC.

FILED
95 JAN 13 AM 9:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

JAN 15 1995

Article I - Name

The name of this corporation is FLAMINGO CREST DEVELOPMENT, INC., and the corporations principal office and mailing address of the corporation shall be 630 W. Merritt Island Cswy, Merritt Island, Florida 32952.

Article II - Duration

This corporation shall exist perpetually. The date of commencement of corporate existence shall be January 15, 1995.

Article III - Purpose

This corporation is organized for the purpose of engaging in any business activity permitted under the laws of the United States and the State of Florida.

Article IV - Capital Stock

This corporation is authorized to issue 5,000 shares of \$1.00 par value common stock.

Article V - Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which

he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 2255 N. Courtenay Parkway, Merritt Island, Florida. The name of the initial registered agent of this corporation at that address is LEWIS R. PEARCE.

Article VII - Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial director of this corporation is:

Name	Address
KATHRYN BRASHEAR	630 W. Merritt Island Cswy Merritt Island, Florida

Article VIII - Incorporator

The name and address of the person signing these articles is:
LEWIS R. PEARCE.

Article IX - Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

Article X - Director's Compensation

The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

Article XI - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

Article XII - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

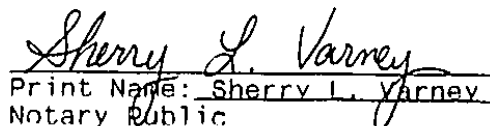
IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation this 10th day of January, 1995.


LEWIS R. PEARCE

ACKNOWLEDGEMENT

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 10th day of January, 1995, by LEWIS R. PEARCE who is personally known to me and did not take an oath.


Print Name: Sherry L. Varney
Notary Public

My Commission Expires:
(SEAL)

NOTARY PUBLIC, STATE OF FLORIDA AT LAW
MY COMMISSION EXPIRES JULY 07, 1995
BOUNDED THRU MUCKLEBERRY & ASSOCIATES

art-inc.doc
B094-008

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

FILED

95 JAN 13 AM 9:29

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTIONS 607.0501 or 617.0501,
FLORIDA STATUTES, 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: FLAMINGO CREST
DEVELOPMENT, INC.

2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE
IS: LEWIS R. PEARCE, 2255 N. COURTENAY PARKWAY, MERRITT ISLAND,
FLORIDA 32953.

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.



LEWIS R. PEARCE
Registered Agent
January 10, 1995