

P95000009626



peak one properties, ltd.

860 N. E. 76th Street/Boca Raton/Florida/33487 • P.O. 35/Frisco/Colorado/80443

General Partner, Timberline, Inc.
President: R. W. Beaver Secretary/Treasurer: John Tuma

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

February 3, 1995

Attention: Diane Cushing

Re: Filing Fees - Timberline, Inc. - \$122.50
Peak One Properties, Ltd. - \$140.00
Certificates of Status for both of the above. - \$17.50

800001399498
-02/07/95--01068--020
****122.50 ****122.50

Dear Diane:

Per our conversation of even date, enclosed please find 2 copies of properly executed Articles of Incorporation for Timberline, Inc., and a check in the amount of \$122.50 representing filing fees, registered agent fees, and certified copy fees.

Also enclosed please find 2 copies of a properly executed Limited Partnership Agreement for Peak One Properties, Ltd., and a check in the amount of \$140.00 representing filing fees, registered agent fees and certified copy fees.

Finally, a check for \$17.50 is also enclosed for "Certificates of Status" for each of the above entities.

Per our discussion, I need these certificates returned to my attention as soon as possible since they are required in order for property to be transferred into the name of Peak One Properties, Ltd.

My address is:

R. W. Beaver
860 N. E. 76th Street
Boca Raton, FL 33487

Thank-you for your co-operation in this regard.

Sincerely,

R. W. Beaver

R. W. Beaver

enc:

FILED
1995 FEB - 6 AM 11:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
B. REGISTERED FEB
308 106
784, 62511671
W95-2614

**ARTICLES OF INCORPORATION
OF
TIMBERLINE, INC.**

895 FEB -6
SECRET
TALLAHASSEE, FLORIDA
FILED
MAR 11 1995

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE 1: NAME

The name of the corporation shall be:

TIMBERLINE, INC.

The address of the principal office of this corporation shall be 860 Northeast 76th Street, Boca Raton, Florida 33487, and the mailing address of the corporation shall be the same.

ARTICLE 2: NATURE OF THE BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE 3: CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having no par value per share.

ARTICLE 4: REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 860 Northeast 76th Street, Boca Raton, Florida 33487, and the name of the initial registered agent of the corporation at that address is Robert W. Beaver.

ARTICLE 5: TERM OF EXISTENCE

This corporation is to exist perpetually. The effective date of this corporation is February 6, 1995.

ARTICLE 6: OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Robert W. Beaver, 860 Northeast 76th Street, Boca Raton, Florida, 33487
PRESIDENT

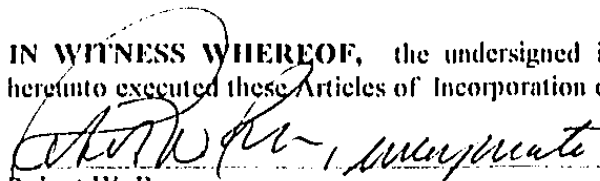
John Tusso, 860 Northeast 76th Street, Boca Raton, Florida 33487
SECRETARY/TREASURER

ARTICLE 7: INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

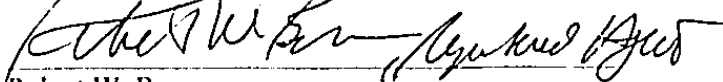
Robert W. Beaver, 860 Northeast 76th Street, Boca Raton, Florida 33487

IN WITNESS WHEREOF, the undersigned incorporator, Robert W. Beaver, has hereunto executed these Articles of Incorporation on January 24, 1995.


Robert W. Beaver
Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATION IN ARTICLES OF INCORPORATION

Robert W. Beaver, whose address is identical to that is stated in Article 4, above, and having been designated as Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.


Robert W. Beaver
Registered Agent

FILED
1995 FEB -6 AM 11:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA