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TO: DIVISION OF CORPORATIONS FROM: CLIFFORD M. KING  
DEPARTMENT OF STATE 100 WALLACE AVE  
STATE OF FLORIDA SUITE 380  
409 EAST GAINES STREET SARASOTA FL 34237-0000- -0000  
TALLAHASSEE, FL 32399 CONTACT: CLIFFORD M KING  
FAX: (904) 922-4000 PHONE: (813) 951-6364  
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NAME: UPLANDS, INC.  
FAX AUDIT NUMBER: H95000002126 CURRENT STATUS: REQUESTED  
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CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 0  
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02-22-1995 04:43PM FROM MUIRHEAD, GAYLOR

TO

190492240005001 P.01

**MUIRHEAD, GAYLOR, BELLE & KING**

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

ATTORNEYS AT LAW

100 Wallace Avenue, Suite 380  
Sarasota, Florida 34237

Telephone (813) 955-9212  
Facsimile (813) 955-0317

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**MESSAGES**

**PLEASE MAIL THE CONFIRMATION  
LETTER AND THE DATE STAMPED COPY  
OF THE ARTICLES OF INCORPORATION  
TO CLIFFORD M. KING AT:**

**100 WALLACE AVENUE, SUITE 380  
SARASOTA, FL 34237**

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ARTICLES OF INCORPORATION

OF

UPLANDS, INC.

The undersigned incorporator has executed these Articles of Incorporation to establish a corporation (the "Corporation") under the Florida Business Corporation Act (Chapter 607, Florida Statutes).

1. Name. The name of the Corporation is:

Uplands, Inc.

2. Principal Office. The principal office of the Corporation is:

1833 Livingstone  
Sarasota, Florida 34231

3. Mailing Address. The mailing address of the Corporation is:

P.O. Box 805  
Osprey, Florida 34229

4. Authorized Shares. The Corporation is authorized to issue 10,000 shares of common stock having a par value of \$1.00 per share. No share shall be issued except upon payment to the Corporation of the par value of the share in cash or other consideration permitted by law as payment for shares.

5. Bylaws. The initial bylaws of the Corporation shall be adopted by the incorporator or the board of directors. The power to alter, amend, or repeal any bylaw shall be vested in the shareholders, except to the extent delegated by the shareholders to the board of directors.

Prepared by:  
Clifford M. King  
100 Wallace Avenue, Suite 380  
Sarasota, FL 34237  
Telephone: (813) 955-9212  
Fax: (813) 954-0726  
Florida Bar No. 0745390

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02-22-1995 04:45PM FROM MUIRHEAD,GAYLOR

TO

190492240005001 P.04

H95000002126

6. Registered Agent and Office. The name of the initial registered agent and the address of the initial registered office of the Corporation is:

Clifford M. King  
Suite 380  
100 Wallace Avenue  
Sarasota, Florida 34237

By execution hereof, the undersigned accepts appointment as registered agent of the Corporation, and acknowledges that he is familiar with the obligations of that position.

7. Incorporator. The name and address of the incorporator of the Corporation is:

Clifford M. King  
Suite 380  
100 Wallace Avenue  
Sarasota, Florida 34237

Dated this 22nd day of February, 1995.

Cliff  
Clifford M. King  
Incorporator and Registered Agent

FILED  
95 FEB 23 AM 9:16  
TALLAHASSEE, FLORIDA

Prepared by:  
Clifford M. King  
100 Wallace Avenue, Suite 380  
Sarasota, FL 34237  
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