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RICHARDS, GILKEY, FITE, SLAUGHTER, PRATESI & WARD, P.A.

RICHARDS BUILDING
1253 PARK STREET
CLEARWATER, FLORIDA 34610

TEL (813) 443-3881
FAX (813) 440-3741

WILLIAM W. GILKEY
WILLIAM M. MACRENNIE
OF COUNSEL

PORT RICHEY OFFICE

HIDDS PLACE EXECUTIVE CENTER
8410 U.S. HIGHWAY 19 • SUITE 104
PORT RICHEY, FLORIDA 34868
TEL (813) 841-7833
FAX (813) 841-8748

RALPH RICHARDS (1893-1980)
JOHN D. FITE
JOHN E. SLAUGHTER, JR.
EMIL G. PRATESI
R. CARLTON WARD
CYNTHIA I. NICE
MARK D. BREAKSTONE

March 15, 1995

Secretary of State
Division of Corporations
409 East Gaines Street
20th Floor
Tallahassee, Florida 32301

Re: **MARINER SQUARE, INC.**

Gentlemen:

Enclosed herewith for filing in your office, please find Articles of Incorporation and designation of Registered Agent for the above noted corporation.

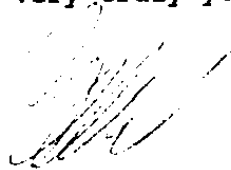
We enclose herewith a check payable to your order in the amount of \$122.50 to cover the following:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Fee	<u>35.00</u>
	\$ 122.50

The location of the principal office for the Registered Agent is 1253 Park Street, Clearwater, Florida, 34630.

We shall appreciate your forwarding the certified copy of the Articles to this office.

Very truly yours,


R. Carlton Ward

RCW:lrg
Enclosures



RECEIVED
MAR 20 1995
TALLAHASSEE, FLORIDA

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
MAR 20 1995

ARTICLES OF INCORPORATION

OF
MARINER SQUARE, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
JUN 26 11:26

I.

NAME

The name of this corporation shall be MARINER SQUARE, INC.

II.

PURPOSE

This corporation is organized to engage in any activity of business permitted under the laws of the United States or of this State.

III.

TERM OF EXISTENCE

This corporation shall begin existence as of the date of filing and shall exist perpetually.

IV.

CAPITAL STOCK

This corporation is authorized to issue seven thousand five hundred (7,500) shares of \$1.00 par value.

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.

VI.

MAILING ADDRESS

The mailing address of the corporation is: 1253 Park Street, Clearwater, Florida, 34616.

VII.

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1253 Park Street, Clearwater, Florida, 34616, and the name of the initial registered agent of this corporation at that address is R. Carlton Ward.

VIII.

INCORPORATORS

The name and address of the person signing these Articles is:

R. Carlton Ward
1253 Park Street
Clearwater, Florida 34616

IX.

INDEMNIFICATION


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

X.

AMENDMENT

The 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 15th day of March, 1995.


R. CARLTON WARD

RCW:lrg
Corp\ArtinCor.MAR

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act.

First--That MARINER SQUARE, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Clearwater, County of Pinellas, State of Florida, has named R. Carlton Ward located at 1253 Park Street, Clearwater, Florida 34616, City of Clearwater, County of Pinellas, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: 

R. CARLTON WARD

(REGISTERED AGENT)