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O'HAIRE, QUINN, CANDLER

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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: ATLANTIC GULF PROPERTIES, INC.

FAX AUDIT NUMBER: H95000003280

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[Handwritten signature]
3/22

O'HAIRE, QUINN, CANDLER & O'HAIRE,
CHARTERED
3111 Cardinal Drive, Vero Beach, Florida 32963
(407) 231-6900

H95 00000 3280

Instrument Prepared By:
Sean O'Haire, Esq.
3111 Cardinal Drive
Vero Beach, FL 32963
407/231-6900
Florida Bar No. 0525642

FILED
SEPT 22 10:11:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

ATLANTIC GULF PROPERTIES, INC.

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following articles of incorporation:

ARTICLE I

The name of this corporation shall be ATLANTIC GULF PROPERTIES, INC., hereinafter referred to as the "corporation".

ARTICLE II

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

This corporation shall have all such powers as may be permissible to corporations under the laws of the State of Florida, and all powers necessary or desirable to accomplish the purposes and business of the corporation as hereinabove set forth in Article II.

ARTICLE IV

This corporation has the authority to issue one thousand (1,000) shares of common stock with a par value of One Dollar

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CHARTERED
3111 Cardinal Drive, Vero Beach, Florida 32963
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(\$1.00) per share.

ARTICLE V

This corporation is to exist perpetually.

ARTICLE VI

The initial street address of the principal office of this corporation in the State of Florida is 1231-A North Orange Avenue, Orlando, Orange County, Florida. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII

This corporation shall have two (2) directors, initially. The number of directors may be increased or diminished from time to time as provided in the By-Laws.

ARTICLE VIII

The names and street addresses of the members of the first Board of Directors are:

NAMEADDRESS

Thomas W. Otto

9021 Terrace Oak Court
Windermere, FL 34786

Michael W. Torkos

1231-A North Orange Avenue
Orlando, Florida 32804

These directors shall hold office until the first annual meeting or until his successors are elected or appointed and qualified as provided in the By-Laws.

ARTICLE IX

The names and addresses of the initial incorporators are:

Thomas W. Otto

9021 Terrace Oak Court
Windermere, FL 34786

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Michael W. Torkos

1231-A North Orange Avenue
Orlando, Florida 32804**ARTICLE X**

The registered agent for service of process within this state shall be MICHAEL W. TORKOS, whose street address is 1231-A North Orange Avenue, Orlando, Orange County, Florida.

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

IN WITNESS WHEREOF, We have hereunto set our hands and seals,
this 16 day of MARCH, 1995.


MICHAEL W. TORKOS
Incorporator/Registered Agent


THOMAS W. OTTO
Incorporator

FILED
95 MAR 22 AM 11:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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