

CONTACT:

PP500029864

APR 17 PM 1:08
SECRETARY OF STATE
TALLAHASSEE FLORIDA

OFFICE USE ONLY (Document #)

UCC FILING & SEARCH SERVICES

(Requestor's Name)

526 EAST PARK AVENUE SUITE 200

(Address)

TALLAHASSEE, FL 32301 (904) 681-6528

(City, State, Zip)

(Phone #)

300001448129

-04/05/95--01066--006

****122.50 ****122.50

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

- Dolphin One (Corporation Name) _____ (Document #) _____
- _____ (Corporation Name) _____ (Document #) _____
- _____ (Corporation Name) _____ (Document #) _____
- _____ (Corporation Name) _____ (Document #) _____

RUSH

- Walk in Pick up time _____ Certified Copy ARTICLES ONLY
- Mail out Will wait Photocopy Certificate of Status ALL CHARTER DOCS
- CERTIFICATE OF GOOD STANDING

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

Certificate of FICTITIOUS NAME
 FICTITIOUS NAME SEARCH
 CORP SEARCH

OTHER FILNGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

HOLD FOR PICKUP BY UCC SERVICES

W95-7367

Examiner's Initials _____



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 5, 1995

UCC FILING & SEARCH

TALLAHASSEE, FL

SUBJECT: DOLPHIN, INC.
Ref. Number: W9500007367

We have received your document for DOLPHIN, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6903.

Nancy Hendricks
Corporate Specialist

Letter Number: 795A00015513

**ARTICLES OF
INCORPORATION
OF
Dolphin Real Estate Investment Corporation**

FILED
53 APR 17 PM 12:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE I
Corporate Name**

The name of this corporation is: Dolphin Real Estate Investment Corporation.

**ARTICLE II
Nature Of Business And Powers**

The general nature of the business to be transacted by Dolphin Real Estate Investment Corporation is to engage in any and all business permitted under the laws of the State of Florida.

**ARTICLE III
Capital Stock**

The maximum number of shares of stock that Dolphin Real Estate Investment Corporation is authorized to issue and have outstanding at any one time is 1000 shares of common stock without par value.

**ARTICLE IV
Term Of Existence**

Dolphin Real Estate Investment Corporation shall have perpetual existence, commencing upon filing of these articles.

ARTICLE V
Registered Agent, Initial Registered Office
Principal Place of Business and Mailing Address

The Registered Agent and the street address of the initial Registered Office of Dolphin Real Estate Investment Corporation in the State of Florida shall be:

John M. Morgan
302 Lee Boulevard, Suite 102
Lehigh Acres, FL 33936

The principal place of business and the mailing address of Dolphin Real Estate Investment Corporation in the State of Florida shall be:

302 Lee Boulevard, Suite 102
Lehigh Acres, FL 33936

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI
Board Of Directors

Dolphin Real Estate Investment Corporation shall have one (1) directors initially. The number of directors may be increased or diminished from time to time by the Bylaws adopted by the shareholders, but shall never be less than one.

ARTICLE VII
Initial Director(s)

The names of the initial directors of Dolphin Real Estate Investment Corporation and their street addresses are:

Andreas Holtermann
Im Tannenbusch 28
45239 Essen GERMANY

The persons named as initial directors shall hold office for the first year of existence of Dolphin Real Estate Investment Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII Incorporator

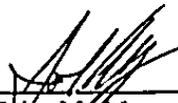
The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

John M. Morgan
302 Lee Boulevard, Suite 102
Lehigh Acres, FL 33936

ARTICLE IX Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on the 14th day of April, 1995.



John M. Morgan
Incorporator

STATE OF FLORIDA
COUNTY OF LEE

BEFORE ME, a Notary Public, personally appeared John M. Morgan, who is personally known to me or who has produced (personally known) as identification and who did not take an oath, described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on the 14th day of April, 1995.

My Commission Expires:


Notary Public



April 12, 1995

To: The Department of State
Tallahassee, Florida 32304

SECRET
MAR 17 PM 12:57
TALLAHASSEE, FLORIDA

**Certificate Designating Place Of Business Or Domicile
For The Service Of Process Within Florida
Naming Agent Upon Whom Process May Be Served**

In compliance with Section 607.325 of the Florida General Corporation Act, the following is submitted:

Dolphin Real Estate Investment Corporation, with its place of business at 302 Lee Boulevard, Suite 102 Lehigh Acres, FL 33936 has named John M. Morgan, located at 302 Lee Boulevard, Suite 102, Lehigh Acres, FL 33936 as its agent to accept service of process within the State of Florida.

Dated the 14th of April, 1995.



John M. Morgan
Incorporator

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325 of the Florida General Corporation Act.

Dated the 14th of April, 1995.



John M. Morgan
Registered Agent