

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171

800-342-8086



9500034009

ACCOUNT NO. : 872100000032

REFERENCE : 587181 81007A

AUTHORIZATION : *Patricia Pizito*

COST LIMIT : \$ 122.50

ORDER DATE : April 28, 1995

ORDER TIME : 12:56 PM

900001468619

ORDER NO. : 587181

CUSTOMER NO: 81007A

CUSTOMER: Ms. Cheryl K. Uhrig
SWAINE & HARRIS

425 S. Commerce Avenue

Sebring, FL 33870

DOMESTIC FILING

1138 Property, Inc.

NAME: ~~NEVER-MIND, INC.~~

FILED
95 MAY - 1 PM 12:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS:

T. BROWN MAY - 2 1995

[Handwritten signature]



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 1, 1995

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: NEVER MIND, INC.
Ref. Number: W9500009148

We have received your document for NEVER MIND, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

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) 487-6932.

Teresa Brown
Corporate Specialist

Letter Number: 895A00020611

ARTICLES OF INCORPORATION
OF
1138 PROPERTY, INC.

FILED
95 MAY -1 PM 12:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I. NAME

The name of the corporation shall be:

1138 PROPERTY, INC.

The address of the principal office of this corporation shall be 433 South Pine, Sebring, Florida 33870, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF 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 III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 6,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Information Services, Inc.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Peggy Borgemeister	433 South Pine
Dir./Pres./Sec./Treas.	Sebring, Florida 33870

ARTICLE VII. INCORPORATOR

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

Corporation Information Services, Inc.
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Information Services, Inc., has hereunto set their hand and seal of Corporation Information Services, Inc., on April 28, 1995.

CORPORATION INFORMATION SERVICES, INC.

By: Laura R. Dunlap
Its Agent, Laura R. Dunlap

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Information Services, Inc., a Florida corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the 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.

CORPORATION INFORMATION SERVICES, INC.

By: Laura R. Dunlap
Its Agent, Laura R. Dunlap

LRD/dks

P95000034009

SWAINE, HARRIS, SHEEHAN & McCLURE, P.A.

ATTORNEYS AT LAW

BERT J. HARRIS, III
J. MICHAEL SWAINE
J. TIMOTHY SHEEHAN
JOHN K. McCLURE
ALISON B. COPLEY
WILLIAM J. NIELANDER

April 24, 1996

425 SOUTH COMMERCE AVENUE
SEBRING, FL 33870
(941) 865-1549
FAX: (941) 471-0008

212 INTERLAKE BOULEVARD
LAKE PLACID, FL 33852
(941) 465-8011
FAX: (941) 465-6999

204 CENTRAL AVENUE
LAKE PLACID, FL 33852
(941) 465-1851
FAX: (941) 465-8084

PLEASE REPLY TO:
LAKE PLACID INTERLAKE
LAKE PLACID CENTRAL
SEBRING OFFICE

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

600001201406
-04/30/96--01084--005
35.00 **35.00

Re: 1138 PROPERTY, INC.
Our File No. 3001

Gentlemen:

We are enclosing the original and one copy of the Statement of Change of Registered Office and Registered Agent. Please approve and file the original, file stamp the copy and return it to us in the self addressed envelope enclosed.

Enclosed is my check for your charges as follows:

Filing fee for Statement of Change of Registered Office and Registered Agent.	\$ 35.00
Total	<u>\$ 35.00</u>

Please let me know if anything further is required.

Sincerely yours,

J. Michael Swaine

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR 29 PM 4: 01
SH 5/6
PA
Ch.

JMS:cku
Enclosure

cc: John Borgemeister
Corporate Information Services, Inc.

STATEMENT OF CHANGE OF REGISTERED OFFICE
AND
REGISTERED AGENT

Charter Number: P95000034009
Date Filed: May 1, 1995

95 APR 29 11 4: 01
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Pursuant to the provisions of Sections 607.034 and 607.037 Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement for the purpose of changing its registered office and registered agent in the State of Florida.

1. The name of the corporation is **1138 Property, Inc.**
2. The name and address of its present registered agent is:

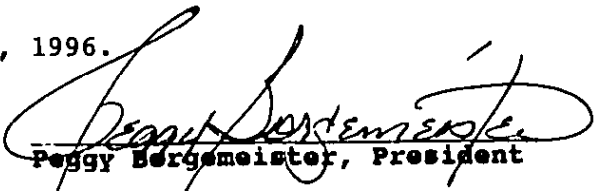
**Corporate Information Services, Inc.
1201 Hays Street
Tallahassee, FL 32301**

3. The name and street address to which its registered agent is to be changed is:

**Peggy Borgemeister
433 South Pine
Sebring, FL 33870**

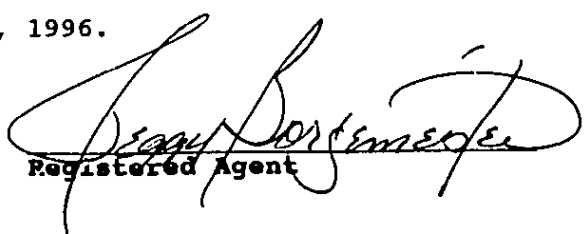
4. The address of its registered office and the address of the business office of its registered agent, as changed, will be identical.
5. Such change was authorized by resolution duly adopted by its board of directors.

DATED this 8th day of April, 1996.


Peggy Borgemeister, President

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 OBLIGATION OF SECTION 607.325, FLORIDA STATUTES.

DATED this 8th day of April, 1996.


Registered Agent