LAW OFFICES
HONIGMAN MILLER SCHWARTZ AND COHN
A PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS
390 NORTH ORANGE AVENUE
SUITE 1300
POST OFFICE BOX 2471
ORLANDO, FLORIDA 32802-2471
TELEPHONE (407) 648-0300
TELECOPIER (407) 648-1155

SHELLEY K. GRAHAM
Legal Assistant

WEST PALM BEACH, FLORIDA
TAMPA, FLORIDA
DETROIT, MICHIGAN
LANSING, MICHIGAN
HOUSTON, TEXAS
LOS ANGELES, CALIFORNIA

P95000034154

April 2?, 19??

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

500001471885
-05/02/95--01139--006
****122.50 ****122.50

Re: Par Five Corporation

Dear Sir or Madam:

Enclosed you will find an original and one copy of the Articles of Incorporation for the above referenced corporation, together with a check in the amount of $122.50 representing $35 filing fee, $52.50 for a certified copy and $35 registered agent fee. Return the certified copy to the courier delivering this letter to you.

Please be advised that we have checked to see if this name is available but have not reserved this corporate name with the Secretary of State.

Please call my office if you have any questions. Thank you for your assistance.

FILED
95 MAY -2 PM 2:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Very truly yours,

HONIGMAN MILLER SCHWARTZ AND COHN

Shelley K. Graham

Shelley K. Graham
Legal Assistant

Will Wait

skg
Enclosures

ORLANDO/45405.1

5/2

ARTICLES OF INCORPORATION
OF
PAR FIVE CORPORATION

The undersigned, acting as Incorporator and desiring to form a corporation for profit pursuant to the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

FILED
95 MAY -2 PM 2:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
NAME

The name of this corporation is Par Five Corporation.

ARTICLE II
ADDRESS OF PRINCIPAL OFFICE

The principal office and street address of this corporation is 390 North Orange Avenue, Suite 1300, Orlando, Florida 32801.

ARTICLE III
DURATION

This corporation shall begin its corporate existence as of the filing of these Articles of Incorporation and shall exist perpetually unless dissolved by operation of law.

ARTICLE IV
GENERAL PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business authorized and not prohibited by the Florida Business Corporation Act, as the same may be from time to time amended.

ARTICLE V
CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of capital stock, which shall be designated Common Shares with a par value of One and No/100 Dollars ($1.00). The Directors of the Corporation are authorized and empowered to issue the capital stock of the Corporation as they in their discretion shall determine.

ARTICLE VI
PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock in 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.

ARTICLE VII
PRINCIPAL OFFICE, INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 390 North Orange Avenue, Suite 1300, Orlando, Florida 32801, and the name of the initial registered agent of this corporation at that address is J. Lindsay Builder, Jr. The mailing address of the registered agent is Post Office Box 2471, Orlando, Florida 32802-2471.

ARTICLE VIII
INITIAL BOARD OF DIRECTORS

A. This corporation shall have two (2) directors initially.

B. The number of directors of this corporation may be increased or decreased from time to time pursuant to By-Laws adopted by the shareholders, but shall never be less than one (1).

C. The name and address of the initial member of the Board of Directors who shall hold office until his successor is duly elected and has qualified is:

Name	Address
Daniel J. Troccoli	2525 Timberwyck Troy, Michigan 48098
Anne L. Troccoli	2525 Timberwyck Troy, Michigan 48098

ARTICLE IX
INCORPORATOR

The name and address of the Incorporator of this corporation is:

Name:	J. Lindsay Builder, Jr.
Street Address:	390 North Orange Avenue, Suite 1300 Orlando, Florida 32801
Mailing Address:	Post Office Box 2471 Orlando, Florida 32802-2471

ARTICLE X
BY-LAWS

The power to adopt, alter, amend or repeal the by-laws shall be vested in the Board of Directors.

ARTICLE XI
INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by the Florida Business Corporation Act.

ARTICLE XII
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 shareholder is subject to this reservation.

IN WITNESS WHEREOF, the undersigned have executed these Articles at Orlando, Florida, this 25th day of April, 1995.

J. LINDSAY BUILDER, JR.
Incorporator

FILED
95 MAY -2 PM 2:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 25th day of April, 1995, by J. Lindsay Builder, Jr., who is personally known to me.

NOTARY PUBLIC
Print Name: Vanda D. Mitchell
My Commission Expires:
Commission Number:

VANDA D. MITCHELL
MY COMMISSION # CC 179470 EXPIRES
March 10, 1996
BONDED THRU TROY FAIN INSURANCE, INC.

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE VIII OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HIS DUTIES.

Dated this 25th day of April, 1995.

J. LINDSAY BUILDER, JR.