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PRESTICE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 606578 86560A

AUTHORIZATION :

500001505905
-06/06/95--01015--022
***122.50 ***122.50

COST LIMIT : \$ PREPAID

ORDER DATE : May 30, 1995

ORDER TIME : 11:36 AM

ORDER NO. : 606578

CUSTOMER NO: 86560A

CUSTOMER: Ms. Chris Nolan
THOMAS P. HALL, PA

3443-d Tamiami Trail

Port Charlotte, FL 33952-8101

EFFECTIVE DATE
MAY 25 1995

RECEIVED
MAY 25 1995
TALLAHASSEE, FLORIDA

DOMESTIC FILING

RUSH WILL WAIT

NAME: MUSIC PARK DEVELOPMENT, INC.

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap

EXAMINER'S INITIALS:

FILED
95 MAY 30 PM 2:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
95 MAY 30 PM 2:08
DIVISION OF CORPORATION

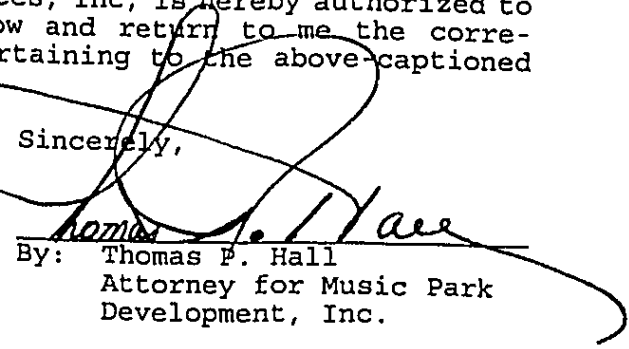
Date: May 26, 1995

Secretary of State
STATE OF FLORIDA
The Capitol
Tallahassee, FL 32304

RE: CORPORATION: MUSIC PARK DEVELOPMENT, INC.

Corporation Information Services, Inc, is hereby authorized to deliver the documents listed below and return to me the corresponding certificate or letter pertaining to the above-captioned corporation.

Sincerely,


By: Thomas P. Hall
Attorney for Music Park
Development, Inc.

Documents submitted: Articles of Incorporation

ARTICLES OF INCORPORATION
OF
MUSIC PARK DEVELOPMENT, INC.

FILED
95 MAY 30 PM 2:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned adopts these articles of incorporation for purposes of forming a corporation under the Florida Business Corporation Act:

ARTICLE ONE
NAME OF CORPORATION

EFFECTIVE DATE

MAY 25 1995

The name of this corporation is: MUSIC PARK DEVELOPMENT, INC.

ARTICLE TWO
ADDRESS

The corporation's principal offices are located at Suite 105, 519 Cleveland Street, Clearwater, Florida 34615, which also serves as its mailing address.

ARTICLE THREE
PURPOSE

This corporation is established for any lawful purpose or purposes.

ARTICLE FOUR
COMMENCEMENT OF CORPORATE EXISTENCE

As permitted by section 607.0203 of the Florida Business Corporation Act, the existence of this corporation will commence on the date of subscription and acknowledgement of these articles of incorporation.

ARTICLE FIVE
CORPORATE STOCK

This corporation is authorized to issue 9,000 shares of voting common stock. The corporation may not issue any additional shares of voting common stock, or authorize any other classes of stock, without the unanimous consent of its stockholders of record at such time.

ARTICLE SIX
REGISTERED AGENT

The street address of the initial registered office of the corporation is 3443-D Tamiami Trail, Port Charlotte, Florida 33952-8101 and the name of its initial registered agent at such address is Thomas P. Hall.

ARTICLE SEVEN
DIRECTORS

The name and address of each of the initial directors of this corporation is:

<u>NAME:</u>	<u>ADDRESS:</u>
Gerhard Haag	519 Cleveland Street Suite 105 Clearwater, Florida 34615
Carl E. Malmfeldt	212 East Park St. Auburndale, Florida 33823
Charles D. Deeds	212 East Park St. Auburndale, Florida 33823
Peggy Guignon	519 Cleveland Street Suite 105 Clearwater, Florida 34615
Carmen I. White	212 East Park St. Auburndale, Florida 33823

The bylaws of the corporation will specify the number of directors that this corporation will have.

ARTICLE EIGHT
INCORPORATORS

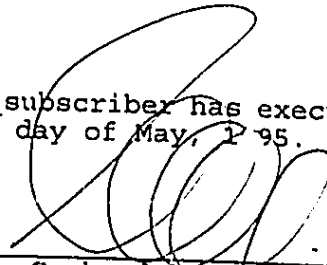
The name and address of each incorporator is:

<u>NAME:</u>	<u>ADDRESS:</u>
Gerhard Haag	519 Cleveland Street Suite 105 Clearwater, Florida 34615

ARTICLE NINE
AMENDMENT OF ARTICLES OF INCORPORATION

This corporation reserves the right to amend or repeal any provision contained in these articles of incorporation or any amendment thereto.


IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation this 25 day of May, 1995.



Gerhard Haag

STATE OF FLORIDA)
)
COUNTY OF Charlotte)

The foregoing instrument was acknowledged before me this 25th day of May, 1995, by Gerhard Haag. He has produced his Florida Drivers's License or passport as identification. He did not take an oath.



Name:
Notary Public - State of Florida
Commission No.:

My Commission Expires:



PERSONALLY KNOWN BY ME
 PRODUCED I.D.

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN named to accept service of process for the above stated corporation, the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of the Florida Business Corporation Act relative to keeping open said office.


Thomas P. Hall

FILED
95 MAY 30 PM 2:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA