

P 95000 044389



ACCOUNT NO. : 0721000000012

REFERENCE : 610134 10831B

AUTHORIZATION :

COST LIMIT : 123.50

ORDER DATE : June 5, 1995

ORDER TIME : 4:50 PM

ORDER NO. : 610134

CUSTOMER NO: 10831B

CUSTOMER: Mr. Sharon Warner
GREENSPOON MARDER HIRSCHFELD
RAFKIN
135 West Central, Suite 1100
Orlando, FL 32801

200001506402

DOMESTIC FILING

NAME: BARRET DEVELOPMENT COMPANY,
INC.

XXX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

W95-11591

OK to file
per [signature]
with [signature]
from [signature]

51
6/8

ATTN: SECRETARY TALLAHASSEE - CHARTER SECTION



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

June 7, 1995

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: BARRET DEVELOPMENT COMPANY, INC.
Ref. Number: W95000011591

FILE 151

We have received your document for BARRET DEVELOPMENT COMPANY, 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: 495A00028061

Resubmit 6-8-95

ARTICLES OF INCORPORATION
OF
BARRET DEVELOPMENT COMPANY, INC.

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:

BARRET DEVELOPMENT COMPANY, INC.

The address of the principal office of this corporation shall be 100 Anchor Drive, Key Largo, Florida 33737, 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 1000 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 Service Company.

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:

Brad Dressler	100 Anchor Drive
Dir./Pres./V.Pres./Sec./Treas.	Key Largo, Florida 33737

ARTICLE VII. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE VIII. INCORPORATOR

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

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on June 5, 1995.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar
Its Agent, Karen B. Rozar

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware 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 SERVICE COMPANY

By: Karen B. Rozar
Its Agent, Karen B. Rozar

CLD/kbr

1201 HAYS STREET
TALLAHASSEE, FL 32301

800-342-8086

P95000044389



ACCOUNT NO. : 072100000012

REFERENCE : 610134 10031B

AUTHORIZATION : *Taberna*

COST LIMIT : 35.00

ORDER DATE : June 5, 1995

ORDER TIME : 11:49 AM

ORDER NO. : 610134

CUSTOMER NO: 10031B

CUSTOMER: Mr. Sharon Warner
Greenspoon Marder Hirschfeld
135 West Central, Suite 1100
Orlando, FL 32801

FILE 2nd

DOMESTIC AMENDMENT FILING

200001509022

NAME: BARRET DEVELOPMENT COMPANY,
INC.

XX ARTICLES OF AMENDMENT
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Unassigned

EXAMINER'S INITIALS: *151/9*

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION

ARTICLE I of the Articles of Incorporation of
BARRET DEVELOPMENT COMPANY, INC. shall be amended to read as
follows:

ARTICLE I. NAME

The name of the corporation shall be:

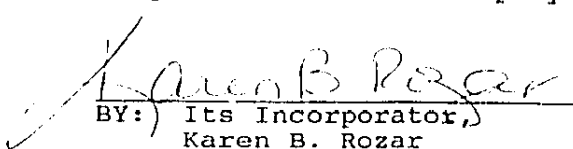
BARRET SUNSET, INC.

All other paragraphs and articles of the Articles of
Incorporation shall remain unchanged.

The foregoing amendment was adopted by the Incorporator
without shareholder action because shareholder action was not
required.

The foregoing amendment was adopted on the 8th day
of June, 1995.

Corporation Service Company


BY: Its Incorporator,
Karen B. Rozar