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PRESTIGE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 623473 9571A

AUTHORIZATION

COST LIMIT : \$ 122.00

ORDER DATE : June 21, 1995

ORDER TIME : 3:21 PM

ORDER NO. : 623473

CUSTOMER NO: 9571A

CUSTOMER: Victoria Gomes, Legal Asst
RICHARD D. SNEED, ESQ

Mardi Executive Center, #206
1905 25th Street, South
Fort Pierce, FL 34947

DOMESTIC FILING

NAME: BLACKSTONE FUND, INC.

XXX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sebrina Randolph

EXAMINER'S INITIALS: T. BROWN

FILED
95 JUN 21 PM 1:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JUN 22 1995

ARTICLES OF INCORPORATION
OF
BLACKSTONE FUND, INC.

FILED
95 JUN 21 PM 1:07
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:

BLACKSTONE FUND, INC.

The address of the principal office of this corporation shall be 4822 South U.S. 1, Ft. Pierce, Florida 34982, 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 500 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:

Paul Greene
Dir./Pres.

4822 South U.S. 1,
Ft. Pierce, Florida 34982

ARTICLE VII. 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 21, 1995.

CORPORATION SERVICE COMPANY

By: Gail Shelby
Its Agent, Gail Shelby

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Florida corporation
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: Gail Shelby
Its Agent, Gail Shelby

LRD/sbr

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P95000048810

LAW OFFICES

RICHARD D. SNEED, JR., P. A.

SUITE 200, MANDI EXECUTIVE CENTER
1905 SOUTH 25TH STREET
FT. PIERCE, FLORIDA 34947

TELEPHONE (407) 465-2330

FAX
(407) 465-2342
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(407) 465-2366

June 28, 1995

Secretary of State
State of Florida
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

7/17
900001539363
-07/18/95--01059--017
*****70.00 *****35.00

Re: Blackstone Fund, Inc., a Florida corporation
Our File No: 95-87
Paul Greene and Associates, Inc.
Our File No: 95-86

Gentlemen:

Enclosed find the original and one copy of the Statement of Change of Registered Office and Registered Agent forms, dated June 27, 1995, for the following corporations:

Blackstone Fund, Inc.
Paul Greene and Associates, Inc.

Please file the same and forward stamped copies of the Statements to this office in the stamped addressed envelope provided for your convenience.

Also enclosed is this firm's check in the amount of \$70.00 for your filing fee.

Thank you.

Very truly yours,

Law Offices of
RICHARD D. SNEED, JR., P.A.

Richard D. Sneed, Jr., Esquire

RDS/vog
Enclosures

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Lunde

FILED
95 JUL 17 AM 8:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Charter No. P95000048810

Date Filed: June 21, 1995

**STATEMENT OF CHANGE OF REGISTERED OFFICE
AND REGISTERED AGENT**

Pursuant to the provisions of Section 607.0501 and 607.0502, or 607.1508, *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: BLACKSTONE FUND, INC.

2. The name and address of its present registered agent is:

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301

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

Paul Greene
4822 South U. S. 1
Fort Pierce, FL 34982

4. The street address of its registered office and the street address of the business office of its registered agent, as changed, are identical.

5. Such change was authorized by resolution duly adopted by its board of directors or by an officer of the corporation so authorized by the board of directors.

Paul Greene, President

Signature

Date: June 27, 1995

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT UNDER SECTION 607.0505, *FLORIDA STATUTES*.

Please Print/Type Name: Paul Greene

Signature:

(Agent)

Date: June 27, 1995

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95 JUL 17 AM 8:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA