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CORPORATIONS: 2/ 5

8/4/95

FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS

FROM: CARLTON, FIELDS, WARD, EMMANUEL, SMI

DEPARTMENT OF STATE

ONE HARBOUR PLACE

STATE OF FLORIDA

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409 EAST GAINES STREET

TAMPA FL 33601-

3701-0000

TALLAHASSEE, FL 32399

CONTACT: ANNE ELLIS

FAX: (904) 922-4000

PHONE: (813) 223-7000

FAX: (813) 229-4133

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: SUN BELT HOLDINGS OF TAMPA BAY, INC.

FAX AUDIT NUMBER: H95000008595

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CARLTON FIELDS- DIV OF CORPORATIONS: # 1/ 5

AUDIT NO. (((R950000008595)))

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ATTORNEYS AT LAW

FIRSTSTATE TOWER
P.O. BOX 1171
ORLANDO, FL 32802
(407) 848-0300
FAX (407) 848-8000

HARBORVIEW BUILDING
P.O. BOX 12428
PENSACOLA, FL 32502
(904) 434-0142
FAX (904) 434-6368

FIRST FLORIDA BANK BUILDING
P.O. DRAWER 180
TALLAHASSEE, FL 32302
(904) 224-1808
FAX (904) 222-0304

ESPERANTO
P.O. BOX 100
WEST PALM BEACH, FL 33402
(407) 850-7070
FAX (407) 850-7308

BARNETT TOWER
P.O. BOX 2501
ST. PETERSBURG, FL 33731
(813) 821-7000
FAX (813) 822-3784

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P.O. BOX 3230
TAMPA, FLORIDA 33601
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FAX (813) 220-4133

DATE: August 7, 1995
TO: Division of Corporations
COMPANY: Department of State
TELEPHONE NO.: (904) 487-6052
TELECOPIER TEL. NO.: (904) 922-4000

FROM: Jeri Ann Armistead
Legal Assistant

CLIENT/MATTER NO. 37222/79326

TOTAL NO. PAGES TRANSMITTED (INCLUDING COVER LETTER) 5

MESSAGE: Electronic Filing Cover Sheet and confirmation letter for
Articles of Incorporation/Sun Belt Holdings of Tampa Bay, Inc.

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August 7, 1995
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CARLTON, FIELDS - DIV OF CORPORATIONS: # 3/ 5

CARLTON, FIELDS, WARD, EMMANUEL, SMITH & CUTLER, P. A.

ATTORNEYS AT LAW

ONE HARBORVIEW PLACE

P.O. BOX 2226

TAMPA, FLORIDA 33601

(813) 222-7000

FAX (813) 222-7000

ESTATE TOWER

P.O. BOX 1171

ORLANDO, FLORIDA 32809

(407) 846-0300

FAX (407) 846-0300

HARBORVIEW BUILDING

P.O. BOX 12428

PENSACOLA, FLORIDA 32502

(904) 434-0142

FAX (904) 434-0300

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P.O. BOX 12428

TALLAHASSEE, FLORIDA 32309

(904) 224-1800

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(407) 896-7070

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Tampa

August 7, 1995

Division of Corporations
Department of State
State of Florida
409 East Gaines Street
Tallahassee, Florida 32399

Re: Sun Belt Holdings of Tampa Bay, Inc.

Dear Sir:

This letter is a confirmation of the electronic filing of
the Articles of Incorporation of Sun Belt Holdings of Tampa Bay,
Inc., for our client, Donna G. Tronu.

Very truly yours,

David P. Burke
David P. Burke

Florida Bar No. 350011

DPB:ja

Enclosure:

Electronic Filing Cover Sheet

AUDIT NO. (((h95000008595)))

SENT BY: CARLTON FIELDS

: 8- 7-25 : 5:50PM :

CARLTON, FIELDS - DIV OF CORPORATIONS: # 4/ 5

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ARTICLES OF INCORPORATION
OF
SUN BELT HOLDINGS OF TAMPA BAY, INC.

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopts the following articles of incorporation for such corporation:

ARTICLE I
Name

The name of the corporation is "Sun Belt Holdings of Tampa Bay, Inc."

ARTICLE II
Initial Principal Office and Mailing Address

The initial principal office and mailing address is P.O. Box 75307, Tampa, Florida 33675.

ARTICLE III
Shares

The corporation shall have authority to issue 10,000 common shares with a par value of \$1.00 per share.

ARTICLE IV
Initial Registered Agent and Office

The street address of its initial registered office is 5018 24th Avenue South, Tampa, Florida 33619, and the name of its initial registered agent at that address is Donna G. Tromu.

ARTICLE V
Incorporator

The name and address of the incorporator are:

Name

Address

Donna G. Tromu

P.O. Box 75307
Tampa, Florida 33675

David P. Burke, Esquire
Florida Bar No. 350011
Carlton Fields
One Harbour Place
Tampa, Florida 33602
(813) 223-7000

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ARTICLE VI
Initial Directors

The corporation initially shall have three (3) directors, whose names and addresses are:

<u>Name</u>	<u>Address</u>
Joseph E. Matthews, III	5018 24th Avenue South Tampa, Florida 33619
Robert A. Tronu, Jr.	5018 24th Avenue South Tampa, Florida 33619
Donna G. Tronu	5018 24th Avenue South Tampa, Florida 33619

Dated this 4th day of August 1995.

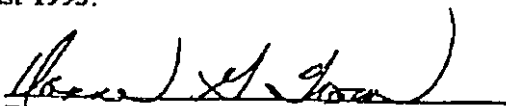

Donna G. Tronu
Incorporator

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TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the Corporation, at the place designated as the registered office, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the duties and obligations of my position as registered agent.

Dated effective as of this 4th day of August 1995.


Donna G. Tronu
Registered Agent