

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

P96000003076

Re: Waterford Lakes Realty Corp.

300001682513  
-01/09/96--01061--012  
\*\*\*\*122.50 \*\*\*\*122.50

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

Mr. Duane D. Carey  
Mr. Duane D. Carey

MAILING ADDRESS OF CORPORATION

13012 Crystal Cove Dr.,

Orlando, Florida 32828

PHONE

(407) 657-1186

FILED  
95 JAN -8 PM 12:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

JAN 10 1996

BSB

ARTICLES OF INCORPORATION  
OF

Waterford Lakes Realty Corp.

FILED

96 JAN -8 PM 12:04

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Article I - Name

The name of this corporation is: Waterford Lakes Realty Corp.

Article II - Duration

This corporation shall exist perpetually.

Article III - Purpose

This corporation may engage in or transact any or all lawful activities or businesses permitted under the laws of the United States, the State of Florida, or any other State, country, territory or nation.

Article IV - Capital Stock

This corporation is authorized to issue Seven Thousand Five Hundred (7,500) Shares of One Dollar (\$1.00) par value common stock which shall be designated "Common Shares".

Article V - Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of 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 the issuance of fractional shares) at the price at which it is offered to others.

Article VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is: 13012 Crystal Cove Dr., Orlando, Florida 32828, and the name of the initial registered agent of this corporation at that address is: Mr. Duane D. Carey

Article VII - Initial Board of Directors

This corporation shall have one (1) Directors initially. The number of Directors may be either increased or diminished from time to time as permitted by the By-Laws, But shall never be less than one (1). The names and addresses of the Initial Directors are: Mr. Duane D. Carey, 13012 Crystal Cove Dr., Orlando, Florida 32828

Article VIII - Incorporator

The names and addresses of the incorporators signing these Articles of Incorporation are as follows: Mr. Duane D. Carey, 13012 Crystal Cove Dr., Orlando, Florida 32828

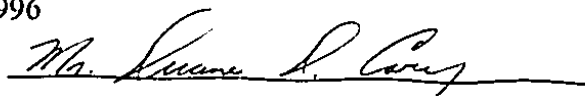
Article IX - Initial Officers

The names and addresses of the initial officers shall be Mr. Duane D. Carey, 13012 Crystal Cove Dr., Orlando, Florida 32828, President, Secretary and Treasure.

Article X - By-Laws


This corporation reserves the right to amend or repeal any provision contained in these Articles Of Incorporation or any amendment hereto, and the bylaws of the corporation when adopted, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation the 5th day of January, A.D., 1996

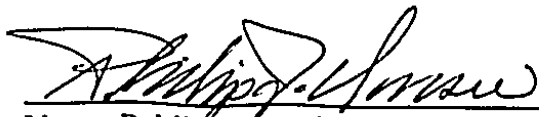
  
Mr. Duane D. Carey - Incorporator

State of Florida  
County of Orange

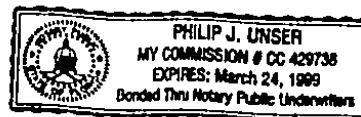
BEFORE ME, the undersigned Notary Public, Duly authorized in the aforesaid State and County to take oaths and acknowledgments, personally appeared, Mr. Duane D. Carey, well-known to me, who, after first being duly sworn by me, deposes and states that he/she is the person named in the above foregoing "Articles of Incorporation" that he/she has read same over carefully, completely and thoroughly, and that to the best of the Affiant's knowledge, information and belief, all of the matters, facts and statements set forth therein are true, accurate and correct.

  
Mr. Duane D. Carey

SWORN and SUBSCRIBED to before me this 5<sup>th</sup> day of JANUARY, A.D., 1996

  
Notary Public, State of Florida  
AT LARGE

My Commission Expires: (N.P.Seal)



State of Florida  
Department of State

CERTIFICATE DESIGNATION PLACE OF BUSINESS OF DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE AND NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED

The following is submitted in compliance with Section 48.091, Florida Statutes.

Waterford Lakes Realty Corp., a corporation organized under the laws of the State of Florida, with its principal office at: 13012 Crystal Cove Dr., Orlando, Florida 32828, has named Mr. Duane D. Carey, of 13012 Crystal Cove Dr., Orlando, Florida 32828, as its Agent to accept service of process within this State.

Waterford Lakes Realty Corp.

By:

Mr. Duane D. Carey  
Mr. Duane D. Carey, Incorporator

FILED  
96 JAN -8  
11:12:04  
STATE OF FLORIDA  
DEPT. OF STATE

ACCEPTANCE

Having been named to accept service of process for the above-stated corporation, at the designated place in the Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Mr. Duane D. Carey  
Mr. Duane D. Carey, Resident Agent