

1201 HAYS STREET
TALLAHASSEE, FL 32304
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96 JAN 12 PM 12:14

DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE : 799468 10118A

AUTHORIZATION : *Patricia Pizito*

COST LIMIT : \$ 122.50

ORDER DATE : January 11, 1996

ORDER TIME : 10:52 AM

ORDER NO. : 799468

CUSTOMER NO: 10118A

CUSTOMER: Roseann Nelson, Legal Asst
DEAN MEAD SPIELVOGEL &
GOLDMAN, PA

200001688612

101 South Courtney Parkway
Merritt Island, FL 32952

DOMESTIC FILING

NAME: BAYTREE CORP. OF BREVARD

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: Harry B. Davis

EXAMINER'S INITIALS:

FILED
96 JAN 12 PM 4:03
TALLAHASSEE, FLORIDA

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STATE
OFFICE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
BAYTREE CORP. OF BREVARD

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:

BAYTREE CORP. OF BREVARD

The address of the principal office of this corporation shall be 101 North Plumosa Street, Merritt Island, Florida 32953 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 10,000 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. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have Five Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Warren Orlando Dir.	1010 North Plumosa Street Merritt Island, Florida 32953
Dana Kilborne Dir.	Same
Ward Kellogg Dir.	Same
John Marino Dir.	Same
June Owens Dir.	Same

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 January 12, 1996 .

CORPORATION SERVICE COMPANY

By: *Gail Shelby*
Its Agent, Gail Shelby

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: *Gail Shelby*
Its Agent, Gail Shelby

DGS/hbd

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TALLAHASSEE, FLORIDA

DEAN, MEAD, SPIELVOGEL, GOLDMAN & BOYD
ATTORNEYS AND COUNSELORS AT LAW

101 SOUTH COUNTRY PARKWAY
P. O. BOX 84368
MERRITT ISLAND, FLORIDA 32954-1388
(407) 344-1388
(407) 344-1389

7380 MURRELL ROAD, SUITE 100
MELBOURNE, FLORIDA 32940-7047
(407) 854-8900
(407) 854-4470

100 HIALTO PLACE, SUITE 510
P. O. BOX 8888
MORRIS, FLORIDA 32069-8888
(407) 288-8373
(407) 288-8477

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Merritt Island

Corporate Records Division
Florida Department of State
P. O. Box 6327
Tallahassee, Florida 32314

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*****35.00 *****35.00

Re: Baytree Corp. of Brevard
Our File No. 13193/23529

Gentlemen:

Enclosed herewith please find executed original statement of Change of Registered Office or Registered Agent form for filing with your office, together with this firm's trust account check payable to "Florida Secretary of State" in the amount of \$35.00 in payment of the requisite filing fee.

Thank you for your assistance in this matter.

Very truly yours,

Leonard Spielvogel

LS:RGN:dm
Enclosures

cc: Baytree Corp. of Brevard
CSC Networks
(both with enclosure)

CN
P96000004303
RM CN 96
4-8-96

Florida Department of State, Sandra B. Mortham, Secretary of State

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT
OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: Baytree Corp. of Brevard

1b. The mailing address of the corporation is: 101 No. Plumosa Street, Merritt
Island, Florida 32953

1c. Date of Incorporation: January 12, 1996 Document number: P96000004303

2. The name and address of the current registered agent and office:

Corporation Service Company

1201 Hays Street

Tallahassee, Florida 32301

3. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

Russell T. Kamradt

777 So. Flagler Drive, Ste. 900

West Palm Beach, Florida 33401

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TALLAHASSEE, FLORIDA

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

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

Warren Orlando

(Signature of an officer, chairman or
vice chairman of the board)

Warren Orlando, President

March 31, 1996

(Date)

(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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.

Russell T. Kamradt

(Signature of Registered Agent)

Russell T. Kamradt

March 31, 1996

(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

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