

SENT BY FAX

1-22-96 2:42 PM

LOWNDES, DROSDICK

10 2

196000006663

1/22/96

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM

2:01 PM

((H96000001029))) ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS FROM: LOWNDES, DROSDICK, DOSTER,
KANTOR &

DEPARTMENT OF STATE

215 N EOLA DR

STATE OF FLORIDA

409 EAST GAINES STREET

ORLANDO FL 32801-

TALLAHASSEE, FL 32399

CONTACT: PATTIE M CALLAHAN

FAX: (904) 922-4000

PHONE: (407) 843-4600

FAX: (407) 423-4495

((H96000001029)))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR

P.A.

NAME: BOYD SAND LAKE CORP.

FAX AUDIT NUMBER: H96000001029

CURRENT STATUS: REQUESTED

DATE REQUESTED: 01/22/1996

TIME REQUESTED: 14:00:58

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 2

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$122.50

ACCOUNT NUMBER: 072720000036

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H96000001029)))

** INVALID SELECTION...PLEASE RE-ENTER **

ENTER SELECTION AND <CR>: M

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

55 JAN 22 PM 4:28

FILED

[Handwritten signature]

FLORIDA DIVISION OF CORPORATIONS

55 JAN 22 PM 3:45

RECEIVED

**LOWNDES
DROSDICK
DOSTER
KANTOR &
REED**

215 North Eola Drive
Post Office Box 2809
Orlando, Florida 32802-2809
Telephone (407) 843-4600
Telecopier (407) 423-4493

Attorneys at Law

**TELECOPY TRANSMITTAL
FOR IMMEDIATE DELIVERY**

DATE: January 22, 1996

TO: DEPARTMENT OF STATE

COMPANY: DIVISION OF CORPORATIONS

TELECOPIER NO: (904) 922-4000 TELEPHONE NO: (904) 487-6900

FROM: PATTIE M. CALLAHAN, LEGAL ASSISTANT TO CLEATUS J. SIMMONS

TELECOPIER NO: (407) 423-4493 TELEPHONE NO: (407) 843-4600

TOTAL NUMBER OF PAGES, INCLUDING THIS ONE: 4

SPECIAL INSTRUCTIONS:

ORIGINAL DOCUMENT TO BE MAILED: NO

**TIME OF TRANSMITTAL: 2:51 (TO BE COMPLETED BY
TRANSMITTING OPERATOR)**

If you do not receive all of the pages, please call us as soon as possible.

The information contained in this transmission is attorney privileged and confidential. It is intended only for the use of the individual or entity named above. If the reader of this message is not the intended recipient, you are hereby notified that any dissemination, distribution or copy of this communication is strictly prohibited. If you have received this communication in error, please notify us immediately by telephone collect and return the original message to us at the above address via the U.S. Postal Service. We will reimburse you for postage.

Thank you,



**CLIENT NO: 099998
BOYD SAND LAKE CORP/INC**

**MATTER NO: 10901
ATTY NO: 19**

FILED
95 JAN 22 PM 4:28
DEPT. OF STATE
TELETYPE UNIT
WASHINGTON, D.C.

H96000001029

ARTICLES OF INCORPORATION**OF****BOYD SAND LAKE CORP.****ARTICLE I - NAME**

The name of this corporation is **BOYD SAND LAKE CORP.**

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal office and the mailing address of the corporation shall be 7380 Sand Lake Road, Suite 504, Orlando, Florida 32819.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue seven thousand five hundred (7,500) shares of **ONE AND NO/100 DOLLAR (\$1.00)** par value common stock.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 7380 Sand Lake Road, Suite 504, Orlando, Florida 32819 and the name of the initial registered agent of this corporation at that address is Scott T. Boyd.

ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the corporation, but shall never be less than one (1). The name and address of the initial director are as follows:

Scott T. Boyd

7380 Sand Lake Rd., Ste. 504
Orlando, Florida 32819

This document was prepared by:

Cleatus J. Simmons, Esq.

Florida Bar Number: **40737**

Lowndes, Drosdick, Doster, Kantor & Reed, P.A.
P. O. Box 2809

Orlando, Florida 32802-2809
(407) 843-4500

247227/CALLAHAM

H96000001029

FILED
JAN 22 PM 4:28
CLERK OF CIRCUIT
JUDICIAL CIRCUIT
IN AND FOR FLORIDA

H96000001029

ARTICLE VI - INCORPORATOR

The name and address of the person signing these Articles are as follows:

Cleatus J. Simmons

215 North Bala Drive
Orlando, Florida 32801

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of
Incorporation this 19th day of January, 1996.


Cleatus J. Simmons, Incorporator

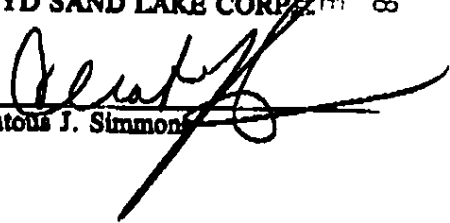
ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent of BOYD SAND
LAKE CORP.


Scott T. Boyd

WAIVER OF SUBSCRIPTION RIGHTS

The undersigned hereby waives any rights of subscription which may have accrued by
virtue of the undersigned acting as Incorporator of BOYD SAND LAKE CORP.


Cleatus J. Simmons

FILED
96 JAN 22 PM 4:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SENT BY: L D D K & R

1 2-26-97 1 9:29 AM 1

LOWNDES DROSDICK

1# 1

P96000006663

2/26/97

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

9:29 AM

((1197000003323 7)))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: LOWNDES, DROSDICK, DOSTER, KANTOR & REED, P. ACCT#: 072720000036

CONTACT: KYLE L WHITE

PHONE: (407)843-4600

FAX #: (407)423-4495

NAME: BOYD SAND LAKE CORP.

AUDIT NUMBER.....H97000003323

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 1

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$87.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

97 FEB 26 AM 10:17
DIVISION OF CORPORATIONS

*Con ganc. ✓
Hinda*

FILED
97 FEB 26 PM 1:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*C-019335
M-47449
A-181*

H97000003323

AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
BOYD SAND LAKE CORP.

97 FEB 26 PM 1:01
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 of the Florida Statutes, BOYD SAND LAKE CORP. adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is BOYD SAND LAKE CORP.
2. The original Articles of Incorporation for the corporation were filed on January 22, 1996 and assigned document number P96000006663.
3. Article I of the Articles of Incorporation is hereby amended to read as follows:

ARTICLE I - NAME

The name of this corporation is BOYD COMMERCIAL CORP.

4. The above Amendment has been approved this 24th day of February, 1997 by the shareholders of the corporation and the number of votes cast were sufficient for approval.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment this 24th day of February, 1997.



Scott T. Boyd, President

This document was prepared by:

CLEATUS J. SIMMONS, ESQ.

Florida Bar Number: 0240737
Lowndes, Drosdick, Doster, Kantor & Reed, P.A.
P. O. Box 2809
Orlando, Florida 32802-2809
(407) 843-4600

H97000003323