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USBB HIROTT 1 135015 , 72530; -01723/96--01058---024 -++++122,50 - ++++122,50 OFFICE USE ONLY CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): 1. Avalon Park Associates (Corporation Name) (Document #) (Document #) (Corporation Name) (Document #) Walk in Pick up time _ Cortified Copy Will wait Mail out **Photocopy** Certificate of Status **NEW FILINGS AMENDMENTS** 789,625,671 N96-1690 Profit Amendment NonProfit Resignation of R.A., Officer/Director Limited Liability Change of Registered Agent RECEIVED

96 JIH 23 AT II: 47

DIVISION OF CURPCRATION Domestication Dissolution/Withdrawal Other Merger REGISTRATION/ OTHER FILINGS QUALIFICATION Annual Report Foreign Fictitious Name Limited Partnership Name Reservation

Examiner's Initials

Reinstatement Trademark

Other

CR2E031(10/92)



January 23, 1996

SUNSTATE RESEARCH ASSOCIATES P. O. BOX 1,1271 TALLAMASSEE, FL 32302

SUBJECT: AVALON PARK ASSOCIATES, INC. Ref. Number: W96000001690

ECEN MH 23 MH C C

We have received your document for AVALON PARK ASSOCIATES, INC. and your checks totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6972.

Doris Brown Document Specialist

Letter Number: 496A00002875

ARTICLES OF INCORPORATION OF AVALON PARK ASSOCIATES, INC.



ARTICLE 1 - NAME

The name of this Corporation is AVALON PARK ASSOCIATES, INC. and its address is 407 First Avenue, Windermere, FL 34786.

ARTICLE II - DURATION

This Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of one (\$1.00) dollar par value common stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of this Corporation is Corporation Company of Miami, and its address is 201 S. Biscayne Boulevard, 1600 Miami Center, Miami, Florida 33131.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have two (2) Directors initially. The number of Directors may be increased or decreased from time to time by the Bylaws but shall never be less than one (1). The names and addresses of the initial Directors of this Corporation are:

NAME ADDRESS

BEAT KAHLI Buhistrasse 1

CH-8125

Zollikerberg, Switzerland

MICHAEL B. McAFEE

407 First Avenue

Windermere, FL 34786

ARTICLE VII - BYLAWS

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Shareholders or Directors.

ARTICLE VIII - INDEMNIFICATION

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX - INCORPORATOR

The name of the person signing these Articles is Timothy J. Murphy and his address is 201 S. Biscayne Boulevard, 1600 Miami Center, Miami, FL 33131.

ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act.

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

Timothy J. Murphy, incorporator

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED CORPORATION HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

DATED THIS 19 DAY OF JANUARY, 1996.

CORPORATION COMPANY OF MIAMI

JILL B. ZAMMAS, Assistant Secretary

for CORPORATION COMPANY OF MIAMI

(Registered Agent)

MIA95 42754,1 - JBZ

96 JM 23 FN 4 2 SECRETARY CONTAINER MICHAEL CRIPTION