

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0199 FAX

800-342-0006



7600008437

ACCOUNT NO. : 072100000032

REFERENCE : 817186 134773A

AUTHORIZATION : *Patricia Pyzdek*

COST LIMIT : \$ 70.00

ORDER DATE : January 23, 1996

ORDER TIME : 9:18 AM

ORDER NO. : 817186

500001699285

CUSTOMER NO: 134773A

CUSTOMER: Mr. David Needle
FLORIDA EXECUTIVE REALTY
MANAGEMENT CORP.
Suite 150
580 Village Boulevard
West Palm Beach, FL 33409

DOMESTIC FILING

NAME: HORIZONS-SEBASTIAN, INC.

XXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XXXX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sebrena Randolph

EXAMINER'S INITIALS:

T. BROWN JAN 26 1996

FILED
96 JAN 26 PM 2:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
RECEIVED
96 JAN 26 PM 12:18
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION
OF
HORIZONS-SEBASTIAN, INC.

FILED
96 JAN 26 PM 2:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

HORIZONS-SEBASTIAN, INC.

The address of the principal office of this corporation shall be 580 Village Boulevard, Suite 150, West Palm Beach, Florida 33409, 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 1,000 shares of common stock having no 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 two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Richard Therein Dir.	580 Village Boulevard, Suite 150, West Palm Beach, Florida 33409
Ronald Jaworski Dir.	Same

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporate Agents, Inc.
1201 Hays Street
Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on January 26, 1996.

Gail Shelby
Its Agent, Gail Shelby
Incorporator

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.

By: Gail Shelby
Its Agent, Gail Shelby
Authorized Service Representative
Corporation Service Company

TFR/cal

P96000008437

Horizons - Sebastian, Inc.
P.O. Box 700058
Sebastian, Florida 32978

300001938059--9
-11/06/96--01087--006
*****35.00 *****35.00

SH 11/5

FILED
96 NOV -1 AM 8:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 OCT 18 AM 8:31
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 21, 1996

Horizons - Sebastian, Inc.
P.O. Box 780056
Sebastian, FL 32978

SUBJECT: HORIZONS-SEBASTIAN, INC.
Ref. Number: P96000008437

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

The fee to change the registered agent is \$35.

We are enclosing a computer printout which reflects the registered agent and registered office now on file with this office. Please amend your document accordingly.

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) 487-6908.

Steven Harris
Corporate Specialist

Letter Number: 296A00048457

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.

1. The name of the corporation is: HORIZONS-SEBASTIAN INC.

2. The mailing address of the corporation is: P.O. BOX 780056 SEBASTIAN, FL 32978

3. Date of incorporation/qualification: 1/26/96 Document number: P 96000008437

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

CORPORATE AGENTS INC. CORPORATION SERVICE CO. P.O. BOX 102670 1201 HAYS STREET Atlanta, GA 30368 TALLAHASSEE, FL 32301-2525

FILED 96 NOV - 1 AM 8:33 SECRETARY OF STATE TALLAHASSEE, FLORIDA

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

RICHARD C. THERIEN 100 99th ST LOT #1 Sebastian, FL 32958

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.

(Signature of an officer, chairman or vice chairman of the board) (Date) 10/12/96

Ronald P. Jaworski, Sect-Treas. (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.

(Signature of Registered Agent) (Date) 10/19/96

If signing on behalf of an entity:

RICHARD C. THERIEN (Typed or Printed Name) (Capacity)