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9:10 AM

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TO: DIVISION OF CORPORATIONS

DEPARTMENT OF STATE

STATE OF FLORIDA

409 EAST BAYNE STREET

TALLAHASSEE, FL 32399

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: SALISBURY PROPERTY GROUP, INC.

FAX AUDIT NUMBER: H90000004740

CURRENT STATUS: REQUESTED

DATE REQUESTED: 04/03/1996

TIME REQUESTED: 09:10:40

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 4

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$122.50

ACCOUNT NUMBER: 072450003255

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TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
SALISBURY PROPERTY GROUP, INC.**

④

THE UNDERSIGNED, for the purpose of forming a corporation for profit pursuant to Chapter 621, Florida Statutes, does hereby adopt the following Articles of Incorporation.

WITNESSETH:

**ARTICLE I
NAME**

The name of the corporation is:

SALISBURY PROPERTY GROUP, INC.

**ARTICLE II
DURATION**

This corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation with the Department of State of the State of Florida.

**ARTICLE III
PURPOSES**

This corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE IV
CAPITAL STOCK**

This corporation is authorized to issue 100 shares of \$0.05 par value common stock.

**ARTICLE V
QUORUM FOR SHAREHOLDER'S MEETINGS**

Unless otherwise provided for in the corporation's bylaws, a majority of the shares entitled to vote, represented in person or by proxy, shall be required to constitute a quorum at a meeting of shareholders.

**ARTICLE VI
INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the initial registered office of this corporation is 2455 East Sunrise Boulevard, Suite 917, Fort Lauderdale, Florida, 33304, and the name of the initial registered agent of this corporation at such address is Harold S. Bofshever.

This instrument prepared by:
Harold S. Bofshever & Assoc., P.A.
2455 East Sunrise Boulevard, Suite 917
Fort Lauderdale, FL 33304
Florida Bar No. 210064
(305) 563-2727

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ARTICLE VII INITIAL BOARD OF DIRECTORS

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

Harold S. Bofshever
2455 East Sunrise Boulevard
Suite 917
Fort Lauderdale, FL 33304

ARTICLE VIII INCORPORATION

The name and address of the corporation's incorporator is:

Harold S. Bofshever
2455 East Sunrise Boulevard
Suite 917
Fort Lauderdale, FL 33304

ARTICLE IX INDEMNIFICATION

The corporation shall indemnify its officers, directors and authorized agents for all liabilities incurred directly, indirectly or incidentally to services performed for the corporation to the fullest extent permitted under Florida law existing now or hereinafter enacted.

ARTICLE X PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the corporation is:

Harold S. Bofshever
2455 East Sunrise Boulevard
Suite 917
Fort Lauderdale, FL 33304

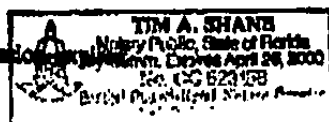
IN WITNESS WHEREOF, I have subscribed my name this 2d day of April, 1996.


HAROLD S. BOFSHEVER
Incorporator

STATE OF FLORIDA)
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 2d day of April, 1996, by HAROLD S. BOFSHEVER, who did take an oath. Such person is personally known to me or has produced usually known as identification.

My commission expires April 28, 2000




NOTARY PUBLIC - State of Florida

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**CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.**

In pursuance of Chapter 607.34, Florida Statutes, the following is submitted, in compliance with said
Act:

That **SALISBURY PROPERTY GROUP, INC.**, desiring to organize under the laws of the State of
Florida with its principal office, as indicated in the Articles of Incorporation at the City of Fort
Lauderdale, County of Broward, State of Florida has named **HAROLD S. BOFSHEVER**, located at
2455 East Sunrise Boulevard, Suite 917, of Fort Lauderdale, County of Broward, State of Florida, as its
agent to accept service of process within this state.

Having been named to accept service of process for the above stated corporation, at place designated
in this certificate, I hereby accept to act in this capacity and agree to comply with the provision of said
Act relative to keeping open said office.


HAROLD S. BOFSHEVER
Registered Agent

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