

P960000033843
MICHAEL S. OSBORN
ACCOUNTING & TAX SERVICES

March 28, 1996

Florida Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RECEIVED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
***122.50 ***122.50

RE: Mills Properties, Inc.
1203 Pine Sap Ct.
Orlando, Florida 32825

EFFECTIVE DATE
3-28-96

Gentlemen;

Please find enclosed the original and one copy of the Articles of Incorporation as well as a check in the amount of \$ 122.50.

This payment represents the costs of the Filing Fees, Certified Copy of the Articles of Incorporation and the Registered Agent Designation Fee for the above captioned corporation.

Should I be able to provide you with any additional information please don't hesitate to contact me directly at (407) 396-8800 or the below number.

Respectfully;

Michael S. Osborn

Michael S. Osborn
Accountant for the Above

W96-7539

cc: Leon Mills
File

AL APR 18 1996

FILED
96 APR -2 PM 2:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Morthum
Secretary of State

April 8, 1996

MICHAEL S. OSBORN
4120 SOUTH KIRKMAN ROAD #304
ORLANDO, FL 32811

SUBJECT: MILLS PROPERTIES, INC.
Ref. Number: W96000007539

We have received your document for MILLS PROPERTIES, INC. and your check(s) totalling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6928.

Agnes Lunt
Corporate Specialist

Letter Number: 296A00015981

MICHAEL S. OSBORN
ACCOUNTING & TAX SERVICES

April 15, 1996

Florida Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Attn: Agnes Lunt
Corporate Specialist

RE: LWM Properties, Inc.
1203 Pine Sap Ct.
Orlando, Florida 32825

Your Ref No: W96000007539
Letter No: 296A00015981

Dear Ms. Lunt;

Please find enclosed a copy of your above referenced letter dated April 8, 1996 regarding Mills Properties, Inc. as well as the original and one copy of the Articles of Incorporation of LWM Properties, Inc., the replacement name. This name was confirmed as available as of April 12, 1996.

Please apply the previously submitted fees towards the costs of the Filing Fees, Certified Copy of the Articles of Incorporation and the Registered Agent Designation Fee for the above captioned corporation.

Should I be able to provide you with any additional information please don't hesitate to contact me directly at (407) 396-8800 or the below number.

Respectfully;



Michael S. Osborn
Accountant for the Above

-

cc: Leon W. Mills
File

EFFECTIVE DATE
3-28-70

FILED
96 APR -2 PM 2:55
CLERK OF DISTRICT COURT
PALM BEACH COUNTY, FLORIDA

ARTICLES OF INCORPORATION
OF
LWM PROPERTIES, INC.

Article I

Name

The name of the corporation is LWM Properties, Inc.

Article II

Duration

This corporation shall have a perpetual existence.

Article III

Purpose

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

Article IV

Address

The principal place of business or mailing address of this corporation shall be:

1203 Pine Sap Ct
Orlando, Florida 32825

Prepared by:
Michael S. Osborn
4646 W Irlo Bronson Memorial Hwy
Kissimmee, Florida 34746
407-396-8800

Article V

Capital Stock

This corporation is authorized to issue 100 shares of ONE DOLLAR (\$1.00) par value common stock.

Article VI

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 4641 W. Irlo Bornson Highway, Kissimmee, Florida 34746, and the name of the initial registered agent of this corporation at the address is Michael S. Osborn.

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 by the Bylaws but shall never be less than one (1). The name and address of the initial director of this corporation are:

Leon Mills
President
1203 Pine Sap Ct
Orlando, Florida 32825

Article VIII

Incorporators

The name and address of the person signing these Articles is:

Michael S. Osborn
4646 W. Irlo Bronson Memorial Hwy
Kissimmee, Florida 34746

Article IX

Powers

This corporation shall have all of the corporation powers enumerated in the Florida Business Corporation Act.

Article X

Indemnification

Provided the person proposed to be indemnified satisfies the requisite standard of conduct for permissive indemnification by a corporation as specifically set forth in the applicable provisions of the Florida Business Corporation Act (currently, Sections 607.0850(1) and (2) of the Florida Statutes), as the same may be amended from time to time, this corporation shall indemnify its officers and directors, and may indemnify its employees and agents, from and against any and all of the expenses or liabilities incurred in defending a civil or criminal proceeding, or other matters referred to in or covered by said provisions, including advancement of expenses prior to the final disposition of such proceedings and amounts paid in settlement of such proceedings, both as to action in their official capacity and as to action in any other capacity while an officer, director, employee or other agent. The indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any by-law, agreement, vote of shareholders or disinterested directors or otherwise. The indemnification provided herein shall continue as to a person who has cases to be a director, officer, employee or agent, and shall inure to the benefit of the heirs, the personal and other legal representatives of such person, and an adjudication of liability shall not affect the right to indemnification for those indemnified.

Article XI

Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder(s) is subject to this reservation.

Article XII

Bylaws

The Bylaws may be adopted, altered, amended, or repealed by either the shareholders or the Board of Directors, but the Board of Directors may not amend or repeal any Bylaw adopted by shareholders if the shareholders specifically provided that such Bylaw is not subject to amendment or repeal by the directors.

Article XIII

Beginning of Corporate Existence

The date when corporate existence shall begin shall be
March 28, 1996



Michael S. Osborn
Incorporator

Dated: 4/12/96

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for LWM Properties, Inc, a Florida corporation (the "Corporation"). In the foregoing Articles of Incorporation. I, on behalf of the Corporation, hereby am familiar with and agree to accept the duties and responsibilities as registered agent for said Corporation and to comply with any and all Florida Statutes relative to complete and proper performance of the duties of registered agent.

REGISTERED AGENT:
Michael S. Osborn

By: Michael S. Osborn

FILED
96 APR -2 PM 2:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA