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RICHARD A. WAGNER

ATTORNEY AT LAW
304 EAST COLONIAL DRIVE
ORLANDO, FLORIDA 32801
TELEPHONE (407) 483-3401

July 3, 1996

Attorneys' Title Insurance Fund, Inc.
660 East Jefferson Street, Suite 200
Tallahassee, Florida 32301

Return
to
P.U.

RE : CABG Investors, Inc.
ACCOUNT : 11102

300001885019
-07/05/96--01043--016
****122.50 ****122.50

Gentlemen:

Enclosed please find the following documents:

1. Original and one copy of Articles of Incorporation and Certificate designating registered agent to be filed with the Secretary of State.

2. My trust check made payable to the Secretary of State in the amount of \$122.50.

3. My trust check made payable to Attorneys' Title Insurance Fund, Inc. for your services.

Please return documents by UPS. Return airbill enclosed.

If you have any questions, please do not hesitate to contact me.

Sincerely yours,


RICHARD A. WAGNER

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Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SAB
7/5/96

ARTICLES OF INCORPORATION

OF

CABG INVESTORS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator to the Articles of Incorporation is a natural person competent to contract and does hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation is CABG Investors, Inc.

ARTICLE II

TERM OF EXISTENCE

The corporation shall have perpetual existence.

ARTICLE III

NATURE OF BUSINESS

This corporation shall have any and all powers that may be provided, authorized or permitted by law, it being the intention that this corporation shall have the right to engage in any business or activity not expressly prohibited by applicable law of the State of Florida.

ARTICLE IV

CAPITAL STOCK

The total number of shares of stock which this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock at \$1.00 par value.

ARTICLE V

REGISTERED OFFICE AND AGENT

The registered office of this corporation shall be located at 416 Timber Ridge Drive, Longwood, Florida 32779. The mailing

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304 E. COLONIAL DRIVE
ORLANDO, FLORIDA
32801

address of this corporation shall be 416 Timber Ridge Drive, Longwood, Florida 32779. The registered agent of this corporation at this address shall be Gregory Schreiber.

ARTICLE VI

BOARD OF DIRECTORS

The affairs of this corporation shall be conducted by at least one (1) director. The initial name and address of the Board of Directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Gregory Schreiber	416 Timber Ridge Drive Longwood, Florida 32779

ARTICLE VII INCORPORATOR

The name and address of the incorporator to this Certificate of Incorporation is as follows:

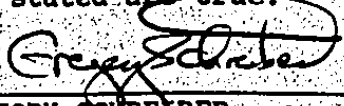
<u>NAME</u>	<u>ADDRESS</u>
Gregory Schreiber	416 Timber Ridge Drive Longwood, Florida 32779

VIII

These Articles of Incorporation may be amended as provided in the "Florida Business Corporation Act".

IN WITNESS WHEREOF, I have executed these Articles of Incorporation this 3rd day of July, 1996, for the purpose of forming this corporation to do business both within and without the State of Florida and in pursuance of the corporation law of the State of Florida do make and file in the Office of the Department of State, of the State of Florida, these Articles of Incorporation and certify that the facts herein stated are true.

RICHARD A. WAGNER
ATTORNEY AT LAW
304 E. COLONIAL DRIVE
ORLANDO, FLORIDA
32801

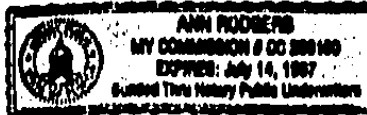

GREGORY SCHREIBER

STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Gregory Schreiber, who produced a Florida Driver License and who executed the foregoing Articles of Incorporation and acknowledged before me that he subscribed to those Articles of Incorporation.

SWORN to and SUBSCRIBED before me this 3rd day of July, 1996.

Ann Rodgers
ANN RODGERS
Notary Public, State of Florida
My commission expires:
My commission number :



RICHARD A. WAGNER
ATTORNEY AT LAW
304 E. COLONIAL DRIVE
ORLANDO, FLORIDA
32801

**CERTIFICATE DESIGNATING 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 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First--That CABG Investors, Inc.

desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Longwood, County of Seminole, State of Florida

has named Gregory Schreiber

located at 416 Timber Ridge Drive
(Street address and number of building,
Post Office Box address not acceptable)

City of Longwood, County of Seminole,
State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

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 provisions of said Act relative to keeping open said office.

By Gregory Schreiber
GREGORY SCHREIBER
(Registered Agent)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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