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THATELENGTH SERVEN ACCOUNT NO. : 072100000032

REFERENCE: 019370 6471A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE: July 15, 1996

ORDER TIME : 10:21 AM

ORDER NO. : 019370

CUSTOMER NO:

CUSTOMER: James B. Bogner, Esq MATEER HARBERT & BATES, P A

P O Box 2854

Orlando, FL 32802-2854

6471A

DOMESTIC FILING

NAME: OLDE PARK TRADING COMPANY II

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX __ CERTIFIED COPY

_ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cindy Helentjaris

EXAMINER'S INITIALS:

****122.50 ****122.50



OLDE PARK TRADING COMPANY
Don Sexton, President

FILED SECRETAILY OF STATE DIVISION OF COMPORATIONS

96 JUL 15 PH 1: 11



July 12, 1996

Division of Corporations Secretary of State's Office Tallahassee, Florida

Re: Incorporation of Olde Park Trading Company II

Dear Sir or Madam:

This letter is to give consent from Olde Park Trading Company to the incorporation of Olde Park Trading Company II.

Very truly yours,

OLDE PARK TRADING COMPANY

C. Donald Sexton, President

ARTICLES OF INCORPORATION

SECNETARY OF STATE DIVISION OF COMPORATIONS

96 JUL 15 PM 1: 11

OF

OLDE PARK TRADING COMPANY II

ARTICLE 1

The name of this Corporation is Olde Park Trading Company II.

ARTICLE II

The Corporation may engage in any and all lawful businesses for which corporations may be incorporated under Chapter 607, Florida Statutes. While pursuing its purposes, the Corporation may exercise the powers granted now or in the future by Chapter 607, Florida Statutes, and by common law.

ARTICLE III

The aggregate number of shares which the Corporation shall have the authority to issue shall be 100,000 shares of common stock. Each of such shares shall have a par value of \$1.00 per share.

ARTICLE IV

The street address of the initial place of business of the Corporation is 538 Park Avenue South, Winter Park, Florida 32789. The address of the initial registered office maintained pursuant to Section 607.0501 F.S. is 538 Park Avenue South, Winter Park, Florida 32789, and the name of the Corporation's initial registered agent to receive service of process is C. Donald Sexton.

ARTICLE VI

The name and address of the incorporator is C. Donald Sexton, 1879 Via Genoa, Winter Park, FL 32789.

ARTICLE V

The number of directors shall be determined as provided in the bylaws of the Corporation.

ARTICLE VII

It is the intention of the Corporation to indemnify its officers, directors, employees, and agents to the extent permitted by Section 607.0850, Florida Statutes.

ARTICLE VIII

The Corporation, its shareholders, or any combination of the Corporation and its shareholders, may enter into agreements limiting or restricting free transfer of shares of its capital stock. Any such agreements will be valid and enforceable among the parties to such agreements, and when the existence of such agreement is noted on the face or on the back of certificates representing any such shares, such agreement will be binding and enforceable upon any transferee or successor of any party to such agreement.

DATED: 7-12, 1996.

C. DONALD SEXTON

CERTIFICATE DESIGNATING PLACE OF BUSINESS DIVISION OF COMPORATIONS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING THE AGENT UPON 96 JUL 15 PH 1: 11 WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That OLDE PARK TRADING COMPANY II desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 538 Park Avenue South, Winter Park, FL 32789, State of Florida, has named C. DONALD SEXTON as its agent to accept service of process within the State.

ACKNOWLEDGMENT

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

C. DONALD SEXTON

(Registered Agent)