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WARREN N. McMILLEN, JR., C.P.A., P.A. Post Office Box 940609 Maill and, Florida 32794+0609

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Profit NonProfit Limited Liability	Amendment  Resignation of R.A., Officer/ Director  Change of Registered Agent	9: 39
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OTHER FILINGS  Annual Report  Fictitious Name	REGISTRATION/ QUALIFICATION  Foreign  Limited Partnership	171996 BSB
Name Reservation	Reinstatement Trademark Other	

Examined's Initials

## ARTICLES OF INCORPORATION OF EARTH II, INC.

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SECRE LARY OF STATE ALLAHASSEE, FLORIDA

#### ARTICLE 1-NAME

The name of this corporation is EARTH II, INC.

EFFECTIVE DATE

#### ARTICLE II - INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the initial principal place of business of the corporation is 5201 North Orange Blossom Trail, Orlando, Florida 32810. The initial mailing address of the corporation is 5201 North Orange Blossom Trail, Orlando, Florida 32810.

#### ARTICLE III - AUTHORIZED SHARES

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$.01 per share.

#### ARTICLE JV - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation is 5201 North Orange Blossom Trail, Orlando, Florida 32810 and the initial registered agent of this corporation at that address is Mare G. Elliott.

#### ARTICLE V - INCORPORATOR

The name and address of the incorporator is as follows:

<u>Name</u>

Address

Marc G. Elliott

5201 North Orange Blossom Trail Orlando, Florida 32810

#### ARTICLE VI - EFFECTIVE DATE

The effective date of this Corporation is July 11, 1996.

IN WITNESS WHEREOF, the undersigned does hereby execute this instrument this 11th day of July, 1996.

Made Elliott Incorporator

### FOR THE SERVICE OF PROCESS WITHIN THIS CTATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Section 48.091 and Section 607.0501, Florida Statutes, the following is submitted:

That EARTH II, INC., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 5201 North Orange Blossom Trail, Orlando, Florida 32810, has named Mark Elllott as its agent to accept service within this state.

#### ACKNOWLEDGMENT:

Having been named to accept service of process for the Corporation named above, at the place designated in this certificate, I agree to act in that capacity and to comply with the provisions of the Florida Business Corporation Act, relative to the proper and complete performance of my duties as registered agent.

July 11, 1996

Marc G. Elliott, Registered Agent

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