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GROWNEY, McKEOWN and BARBER
ATTORNEYS AT LAW

MARGARET B. GROWNEY
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7455 38TH AVENUE NORTH
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(813) 384-3800

December 19, 1996

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

Re: Laurenwood Corporation

Dear Sir/Madam:

Enclosed are the Articles of Incorporation for the above referenced new corporation as well as the Designation and acceptance of the registered agent.

Kindly forward certification of the Articles to my office. My check in the amount of \$122.50 is enclosed. Thank you for your assistance in this matter.

Sincerely, 500002047065--9
-01/06/97--01061--011
****122.50 ****122.50



Jon H. Barber

JAN 7 1997

JHB/mcv
Enclosures

FILED
96 DEC 20 AM 10:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 DEC 20 AM 8:47
DIVISION OF CORPORATIONS

GROWNEY, McKEOWN and BARBER
ATTORNEYS AT LAW

MARGARET B. GROWNEY
H. MARY McKEOWN
JON H. BARBER

7455 38TH AVENUE NORTH
ST. PETERSBURG, FLORIDA 33710
(813) 384-3800

December 30, 1996

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

Re: Laurenwood Corporation

Dear Sir/Madam:

With reference to the Articles of Incorporation for above referenced company, it has just come to my attention that there was a misspelling of the company's name on the Certificate of Designation Registered Agent/Registered Office.

We had indicated that the name of the corporation is "Lurenwood Corporation". The correct name, as listed on the Articles of Incorporation, is "Laurenwood Corporation".

Thank you for your attention to this matter.

Sincerely,



Jon H. Barber

JHB/mcv
Enclosure

W97-1

RECEIVED
96 DEC 31 PM 3:55
DIVISION OF CORPORATIONS

1/02/97 CORPORATE DETAIL RECORD SCREEN 9:58 AM
NUMBER: W97000000001 REJECTED FILING REJ: 01/02/1997
NAME : LAURENWOOD CORPORATION.....
SUBMIT BY: JON H. BARBER, ESQ. -I AM HOLDING A CORRECTED RA DESIGNATION
PAGE. THE CORP. NAME IS SPELLED INCORRECTLEY, SEE ME!
USER ID : STALA

**ARTICLES OF INCORPORATION
of
LAURENWOOD CORPORATION**

FILED

96 DEC 20 AM 10:06

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

The undersigned Incorporator files these Articles of Incorporation in order to form a corporation under the Florida General Corporation Act.

ARTICLE I

NAME

The name of this Corporation shall be LAURENWOOD CORPORATION.

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be: 4780 Brittary Drive South, Villa 113, St. Petersburg, Florida 33715.

ARTICLE III

DURATION OF THE CORPORATION

This Corporation shall exist perpetually unless dissolved according to law.

ARTICLE IV

CORPORATE PURPOSE

The Corporation is being organized for the transaction of any and all lawful business permitted under the Florida General Corporation Act and the laws of the United States.

ARTICLE V

AUTHORIZED STOCK

The authorized capital stock of this Corporation shall consist of 7500 shares of Common Stock with a par value of Ten Cents (\$.10) per share.

ARTICLE VI

REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this Corporation in the State of Florida shall be 4780 Brittany Drive South, Villa 113, St. Petersburg, Florida 34646. The name of the initial registered agent of the corporation at the registered office shall be JERRY T. RATLEDGE.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The initial Board of Directors of this Corporation shall be comprised of one (1) person. The name and address of the person who shall serve as the initial Board of Directors are as follows:

JERRY T. RATLEDGE	4780 Brittany Drive South
	Villa 113
	St. Petersburg, Florida 33716

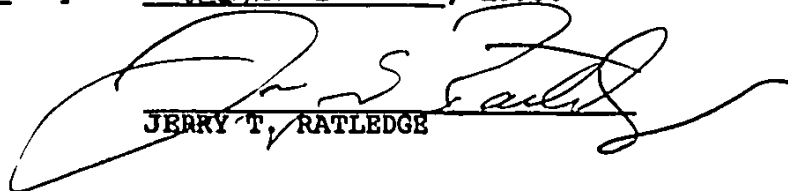
ARTICLE VIII

INCORPORATOR

The name and address of the Incorporator of this Corporation is:

JERRY T. RATLEDGE
4780 Brittany Drive South
Villa 113
St. Petersburg, Florida 33715

The undersigned incorporator has executed these Articles
Incorporation this 18th day of December, 1996.


JERRY T. RATLEDGE

STATE OF FLORIDA,
COUNTY OF PINELLAS.

The foregoing instrument was acknowledged before me this
18th day of December, 1996, by JERRY T. RATLEDGE, who
personally appeared before me at the time of notarization and who
is personally known to me or who has produced his Driver's License
as identification and who did/did not take an oath.



My Commission CO294867
Expires Jun. 15, 1997
Bonded by HAI
800-422-1556


NOTARY PUBLIC

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96 DEC 20 AM 10:06

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

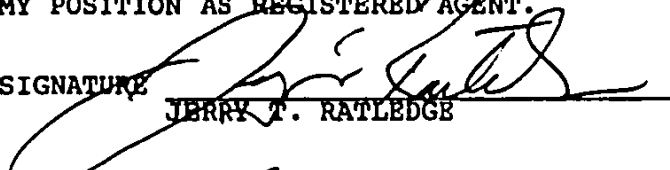
LAURENWOOD CORPORATION

2. The name and address of the registered agent and office is:

JERRY T. RATLEDGE
4780 Brittany Drive South
Villa 113
St. Petersburg, Florida 33715

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. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE


JERRY T. RATLEDGE

DATE SIGNED

Dec. 30, 1996

STATE OF FLORIDA,
COUNTY OF PINELLAS.

The foregoing instrument was acknowledged before me this 30th day of December, 1996, by JERRY T. RATLEDGE, who personally appeared before me at the time of notarization and who is personally known to me or who has produced Florida Driver's License as identification and who did/did not take an oath.



MARIE C. VOLDO
My Commission CC294887
Expires Jun. 18, 1997
Bonded by HAI
800-422-1555


NOTARY PUBLIC