WEST BROWARD BANKRUPTCY CENTER

K. DRAKE OZMENT, ESQUIRE

3600 WEST COMMERCIAL BOULEVARD SUITE 200 FORT LAUDERDALE, FLORIDA 33300

ADMITTED IN: STATE OF FLORIDA STATE OF GEORGIA SOUTHERN DISTRICT OF

P9700004514 TEL

LEPHONE: (954) 486-4186 TELEFAX: (954) 486-5302

January 6, 1996

Secretary of State Corporate Records Bureau Division of Corporations Department of State P.O. Box 5588 Tallahassee, Florida 32314

70002054347--9 -01/10/97--01085--017 ****122.50 ****122.50

Re: ARTICLES OF INCORPORATION - FLORIDA PROPERTY DEVELOPMENT, INC.

Dear Sir or Madam:

Enclosed please find two (2) original Articles of Incorporation and one (1) copy for certification for the above referenced corporation. Also enclosed please find a check in the amount of \$122.50 made payable to the Secretary of State, said funds remitted as payment in full for filing fees, certified copy fees, designation of resident agent fees, etc.

Please file the Articles and return one (1) certified copy of the corporation thereof to the undersigned at your earliest convenience.

If you have any comments or questions, please advise.

Very truly yours,

K. DRAKE OZMENT, ESQ.

KDO:ds ENCLOSURES

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FLORIDA PROPERTY DEVELOPMENT, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

- 1. NAME: The name of the Corporation is: FLORIDA PROPERTY DEVELOPMENT, INC.
- 2. **DURATION:** The period of its duration is perpetual.
- 3. <u>PURPOSE:</u> The general purpose for which the Corporation is organized is for the transaction of any or all lawful business for which Corporations may be incorporated under the Florida General Corporation Act.
- 4. <u>CAPITAL STOCK:</u> Authorized shares. The maximum number of shares of capital stock that this Corporation is authorized to have outstanding at any time shall be 1,000 shares of common stock with a par value of \$1.00 each.
- 5. PRINCIPAL OFFICE: The principal place of business of this Corporation shall be located at 3600 W. Commercial Boulevard, Suite 206, Ft. Lauderdale, FL 33309, or at such places within or without the State of Florida as the Board of Directors shall by appropriate action hereafter from time to time determine.
- 6. INITIAL REGISTERED AGENT:

 K. DRAKE OZMENT
 3600 W. Commercial Blvd
 Suite 206
 Ft. Lauderdale, FL 33309
- 7. INITIAL BOARD OF DIRECTORS: The Corporation shall have TWO (2) Director initially. The number of Directors may be either increased or decreased from time to time by an amendment of the bylaws of the Corporation in the manner provided by law, but shall never be less than one (2) Director.

The name and address of the Directors of the Corporation are:

NAME

ADDRESS

K. DRAKE OZMENT

3600 W. Commercial Boulevard

Suite 206

Ft. Lauderdale, FL 33309

NAME

ADDRESS

KEVIN B. DENNIS

3600 W. Commercial Boulevard

Suite 206

Ft. Lauderdale, FL 33309

- 8. AMENDMENT OF ARTICLES: The 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 shareholders is subject to this reservation.
- 9. <u>INDEMNIFICATION:</u> To the extent permitted by law, the Corporation shall indemnify any Officer or Director, or any former Officer or Director in the manner set out and provided for in the by-laws of the Corporation.
- 10. INCORPORATOR: The name and address of the incorporator is:

NAME

ADDRESS

K. DRAKE OZMENT

3600 W. Commercial Boulevard Suite 206 Ft. Lauderdale, FL 33309

IN WITNESS WHEREOF, the undersigned Directors have executed these Articles of Incorporation this juday of January, 1997.

K. DRAKE OZMENT

STATE OF FLORIDA

SS

COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared K. DRAKE OZMENT, to me well known to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged to and before me, that he executed the same for the purposes therein expressed.

IN WITNESS HEREOF, I have hereunto set my hand and seal this day of January, 1997.

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Maiody Rowlette
MY COMMISSION # CC594760 EXPIRES
October 20, 2000
BONDED THRU TROY FAIN INSURANCE, INC.

Nelody Kow (III) Notary Public/State of Florida

KEVTN B. DENNIS

STATE OF FLORIDA

SS

COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared KEVIN B. DENNIS, to me well known to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged to and before me, that he executed the same for the purposes therein expressed.

IN WITNESS HEREOF, I have hereunto set my hand and seal this day of January, 1997.

Molody Rowletts
MY COMMISSION & CC594760 EXPIRES
October 20, 2000
BONDED THRU TROY FAIN MEURANCE, INC.

ofary Public/State of florida

CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR DOMI-CILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE. NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN PURSUANCE OF CHAPTER 48.091 OF THE FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED IN COMPLIANCE WITH SAID ACT.

FIRST that FLORIDA PROPERTY DEVELOPMENT, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Ft. Lauderdale, Broward County and State of Florida, has named K. DRAKE OZMENT, located at 3600 W. Commercial Boulevard, Suite 206, Ft. Lauderdale, FL 33309, as its agent(s) to accept service of process within this State.

ACKNOWLEDGMENT:

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 provision of said Act relative to keeping open said office. I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Dated:

Bv:

K. DRAKE OZMENT

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Registered Agent