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MELENDI, GIBBONS & GARCIA
A PROFESSIONAL ASSOCIATION
ATTORNEYS AND COUNSELORS AT LAW

408 EAST MADISON STREET
TAMPA, FLORIDA 33602
TELEPHONE (813) 228-0853
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JOSEPH E. MELENDI
MARK H. GIBBONS
JOHN B. GIBBONS

PLEASE REPLY TO:
TAMPA OFFICE

February 21, 1997

POST OFFICE BOX 11069
210 SOUTH MONROE STREET
SUITE 300
TALLAHASSEE, FLORIDA 32301
TELEPHONE (904) 661-0050
TELECOPY (904) 222-8528

REGINALD R. GARCIA

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

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*****122.50 *****122.50

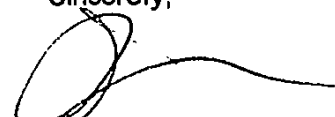
Re: Breezewood Park Corporation

Dear Sir:

Enclosed for filing are the original and one copy of the Articles of Incorporation of the above referenced corporation, along with our firm's check made payable to the Department of State in the amount of \$122.50, representing the fee for filing of the articles, designation of registered agent and a certified copy of the articles.

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

Sincerely,



JOSEPH E. MELENDI

JEM:kp
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 FEB 24 AM 11:51

9/2/27/97

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 FEB 24 AM 11:51

**ARTICLES OF INCORPORATION
OF
BREEZEWOOD PARK CORPORATION**

The undersigned, for the purposes of forming a corporation under the Florida Business Corporation Act, adopt the following articles of incorporation.

**ARTICLE ONE
NAME**

The name of this corporation is: **BREEZEWOOD PARK CORPORATION.**

**ARTICLE TWO
PRINCIPAL OFFICE**

The street address of the initial principal office of the corporation is 408 E. Madison Street, Tampa, Florida 33602.

**ARTICLE THREE
CORPORATE DURATION**

The duration of the corporation is perpetual.

**ARTICLE FOUR
PURPOSE OR PURPOSES**

The general purposes for which the corporation is organized are:

1. To engage in the business of owning and/or managing mobile home and recreational vehicle parks.

2. To transact any other lawful business for which corporations may be incorporated under the Florida Business Corporation Act or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the preceding business.

3. To do such other things as are incidental to the above or necessary or desirable in order to accomplish the above.

4. To engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE FIVE
CAPITALIZATION**

The number of share which the corporation is authorized to issue is 7,500. Such shares shall be of a single class, and shall have a par value of \$1.00 per share.

**ARTICLE SIX
REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 408 E. Madison Street, Tampa, Florida 33602 and the name of its initial registered agent at such address is **JOSEPH E. MELENDI**.

**ARTICLE SEVEN
BOARD OF DIRECTORS**

This number of directors constituting the corporation's initial board of directors is one. The name and address of such person who is to serve as a member of the initial board of directors is:

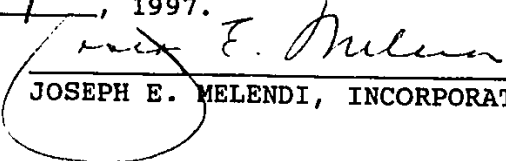
NAME	ADDRESS
JOSEPH E. MELENDI	408 E. Madison Street Tampa, Florida 33602

**ARTICLE EIGHT
INCORPORATORS**

The name and address of each incorporator is:

NAME	ADDRESS
JOSEPH E. MELENDI	408 E. Madison Street Tampa, Florida 33602

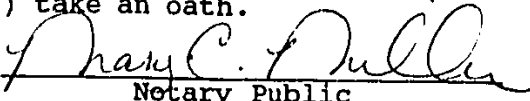
Executed by the undersigned at Tampa, Florida on the
21st day of February, 1997.



JOSEPH E. MELENDI, INCORPORATOR

STATE OF FLORIDA)
COUNTY OF HILLSBOROUGH)

The foregoing instrument was acknowledged before me this
21st day of February, 1997, by **JOSEPH E. MELENDI**, who
is personally known to me or who produced _____ as
identification and who did (did not) take an oath.



Notary Public

MARY C. MILLER

Print Name here

My Commission Expires:

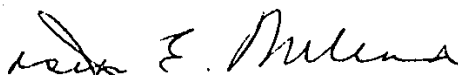


MARY C. MILLER
My Comm Exp. 7/12/98
Bonded By Service Ins
No. CC391947

Personally Known Other I.D.

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, **JOSEPH E. MELENDI**, a resident of the State of Florida, with a business office located at 408 E. Madison Street, Tampa, Florida 33602, hereby accepts appointment by **BREZEWOOD PARK CORPORATION** as its agent upon whom service of process on its behalf may be made, and hereby states that he is familiar with and accepts the duties and responsibilities as registered agent for said corporation.



JOSEPH E. MELENDI

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SECRETARY OF STATE
CORPORATIONS
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