ACCESS, INC. P.O		d . Mount Vernon Square . Tallahausee, Florida 32303 ~ (904) 222-2666 or (800) 969-1666 . Fax (904) 222-1666
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ARTICLES OF INCORPORATION

FOR

CLIFTON CAYS, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation is

CLIFTON CAYS, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation is 7200~W. Camino Real, Suite 314, Boca Raton, Fl 33433.

ARTICLE III - OFFICERS & DIRECTORS

The name and address of the initial officer(s) and director(s) is

P/D - Philip A. Binns 7200 W. Camino Real Suite 314 Boca Raton, FL 33433

ARTICLE IV - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is two hundred (200) shares having a par value of no par per share.

ARTICLE V - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent for this corporation is Corporate Access, Inc., 1116-D Thomasville Road, Tallahassee, FL 32303.

ARTICLE VI - INCORPORATOR

The name and address of the incorporator for this corporation is Corporate Access, Inc., 1116-D Thomasville Road, Mount Vernon Square, Tallahassee, Florida 32303.

The undersigned incorporator has executed these Articles of Incorporation this 13th day of February, 1997.

Corporate Access, Inc. President - Danny Bennett

CERTIFICATE OF DESIGNATION OF 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.

The name of the corporation is

CLIFTON CAYS, INC.

The name and address of the registered agent is

Corporate Access, Inc. 1116-D Thomasville Road Tallahassee, Florida 32303 97 MAR 13 PH 1: 00

Having been named registered agent for the stated corporation, I hereby accept the appointment as registered agent and am familiar with and accept the obligations of my position.

Corporate Access, Inc. President - Danny Bennett

Date - 3/13/97