

PETERSON & MYERS, P.A.

J. HAYES PETERSON (1981) (1978)
MICHAEL W. CREW (1941) (1901)

PHILIP O. ALLEN
JACK P. BRANDON
DEACH A. BROOKS, JR.
KRISTEN M. BUZZANCA
J. DAVID CONNOR
MICHAEL S. CRAIG
ROYA, CRAIG, JR.
JACOB C. DYKHOORN
DENNIS P. JOHNSON
KEVIN C. KNOWLTON
DOUGLAS A. LOCKWOOD, III
M. CRAIG MADSEY
PETER J. MUNSON
CORNEAL D. MYERS
CORNELIUS D. MYERS, III
E. BLAKE PAUL
ROBERT E. PUTERbaugh
ABELA PUTNAM
THOMAS D. PUTNAM, JR.
DEBORAH A. RUSTEN
STEPHEN R. BENN
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KEITH M. WADSWORTH
KERRY M. WILSON

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WINTER HAVEN, FLORIDA 33881
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PLEASE REPLY TO:

Lakeland

March 5, 1997

Secretary of State
Corporate Records Bureau
Post Office Box 6327
Tallahassee, Florida 32314

300002 106903--1
-03/07/97--01026--004
*****70.00 *****70.00

RE: SIMMERS REALTY, INC.

Dear Sirs:

Enclosed please find the original Articles of Incorporation of the above-referenced corporation, subject to your approval. We are also enclosing the Certificate Designating Registered Agent, together with a check in the amount of \$70.00 representing payment of the filing fees.

Please confirm the filing of these Articles.

Your prompt attention to this matter will be sincerely appreciated.

Sincerely,

Peter J. Munson

PJM/sd
Enclosures

RECEIVED
SECRETARY OF STATE
CORPORATE RECORDS
97 MAR -7 PM 2:16

3/13/97

**ARTICLES OF INCORPORATION
OF
SIMMERS REALTY, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAR -7 PM 2:16

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

ARTICLE I - Name

The name of the corporation is SIMMERS REALTY, INC.

**ARTICLE II - Principal Office
and Mailing Address of the Corporation**

The address of the principal office of the corporation is 2615 South Florida Avenue, Lakeland, Florida 33803, and its mailing address is 2615 South Florida Avenue, Lakeland, Florida 33803.

ARTICLE III - Duration

The corporation shall exist perpetually thereafter until dissolved according to law.

ARTICLE IV - Purpose

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V - Stock

The corporation is authorized to issue 7,500 shares of One Dollar (\$1.00) par value common stock, which shares shall be designated "Common Shares."

ARTICLE VI - Preemptive Rights

Each shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the price offered to others, a pro rata

portion of any stock of any class that the corporation may issue or sell, whether or not of unissued shares authorized by the articles of incorporation as originally filed or by any amendment thereof or out of shares of stock of the corporation acquired by it after the issuance thereof.

ARTICLE VII - Board of Directors

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the board of directors.

The corporation shall have one director initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the bylaws of the corporation.

The name and street address of the initial director who shall hold office until his successors, who shall be chosen at the first meeting of the stockholders have qualified, shall be:

<u>Name</u>	<u>Business Address</u>
MICHELLE SIMMERS	2615 South Florida Avenue Lakeland, Florida 33803

ARTICLE VIII - Indemnification

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

ARTICLE IX - Bylaws

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, but the board of directors may not alter, amend, or repeal any bylaws adopted by the

shareholders if the shareholders provide that the bylaws shall not be altered, amended, or repealed by the board of directors.

ARTICLE X - Amendment

These articles of incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the stockholders or at any special meeting of the stockholders called for that purpose.

ARTICLE XI - Incorporator

The name and address of the Incorporator to these articles of incorporation are:

<u>Name</u>	<u>Address</u>
MICHELLE SIMMERS	2615 South Florida Avenue Lakeland, Florida 33803

ARTICLE XII - Initial Registered Office and Agent

The street address of the initial registered office of the corporation is 2615 South Florida Avenue, Lakeland, Florida 33803, and the name of the initial registered agent of the corporation at that address is MICHELLE SIMMERS.

IN WITNESS WHEREOF, the undersigned, as incorporator, hereby executed these articles of incorporation this 21 day of February, 1997.

Michelle T. Simmers (SEAL)
MICHELLE SIMMERS, Incorporator

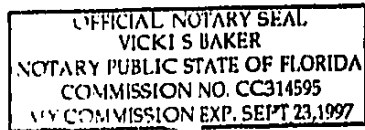
STATE OF FLORIDA
COUNTY OF POLK

Before me, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared MICHELLE SIMMERS, who is personally known to me or who has produced a Florida drivers license as identification.

WITNESS my hand and official seal this 21st day of February, 1997, at Lakeland, Florida.

(NOTARIAL SEAL)

Vicki S. Baker
Notary Public
State of Florida at Large
My Commission Expires:



To: The Department of State
Tallahassee, Florida 32304

FILED
SECRETARY OF STATE
CORPORATIONS
97 MAR -7 PM 2:16

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 607.0501 of the Florida General Corporation Act, the following is submitted:

SIMMERS REALTY, INC., with its place of business at 2615 South Florida Avenue, Lakeland, Florida 33803, has named MICHELLE SIMMERS, located at 2615 South Florida Avenue, Lakeland, Florida 33803, as its agent to accept service of process within Florida.

Dated: February 21, 1997.


MICHELLE SIMMERS, President

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, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the duties and obligations of Chapter 607 of the Florida General Corporation Act.

Dated February 21, 1997.


MICHELLE SIMMERS
Registered Agent