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May 23, 1997

Department of State  
Divisions of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

Dear Sir Or Madam:

Enclosed are the following documents:

A. BPL Maitland Concourse, Inc.:

1. The executed Articles of Incorporation of **BPL Maitland Concourse, Inc.**
2. A copy of the executed Articles of Incorporation to be certified and returned.
3. A check in the amount of \$122.50 to cover the following items:

Filing Fee	\$ 35.00
Registered Agent Designation	35.00
Certified copy/Articles of Incorporation	<u>52.50</u>
Total	<u>\$122.50</u>

C. Maitland Concourse, Ltd.:

1. Certificate of Limited Partnership of **Maitland Concourse, Ltd.**
2. A copy of the executed Certificate of Limited Partnership to be certified and returned.
3. Affidavit of Capital Contributions.
4. Registered Agent Acceptance.

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TALLAHASSEE, FLORIDA

Department of State  
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5. A check in the amount of \$140.00 to cover the following items:

Filing Fee	\$ 52.50
Registered Agent Designation	35.00
Certified copy/Certificate of Limited Partnership	<u>52.50</u>
Total	<u>\$140.00</u>

Please file the documents in the order listed in this letter, as the corporation is the partner of the limited partnership that is being formed.

Thank you for your assistance in this matter. Should you have any questions or comments, please contact me at the above number.

Yours very truly,



William P. Battaglia

WPB/r

Enclosures

cc: R. E. Battaglia w/o encls.  
Frank Herring, Jr., w/o encls.  
Philip W. Norwood w/o encls.

F4 BPL CONCOURS SEC-STAT.LTR

**ARTICLES OF INCORPORATION**  
**OF**  
**BPL MAITLAND CONCOURSE, INC.**

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STATE  
FLORIDA

The undersigned incorporator delivers these Articles of Incorporation in order to form a corporation under the Florida Business Corporation Act.

**ARTICLE I**  
**Name**

The name of the Corporation shall be BPL Maitland Concourse, Inc.

**ARTICLE II**  
**Principal Office**

The principal office of the Corporation is located at 1300 North Semoran Boulevard, Suite 100, Orlando, Florida 32807 and its mailing address is Post Office Box 574738, Orlando, Florida 32857-4738.

**ARTICLE III**  
**Corporate Purposes, Power and Rights**

The purpose of the Corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV**  
**Duration of the Corporation**

Existence of the Corporation shall commence on the date all fees are paid and these Articles of Incorporation are filed by the Secretary of State and the Corporation shall exist perpetually unless dissolved according to law.

ARTICLE V  
Authorized Stock

The total number of shares of capital stock which the Corporation has the authority to issue is 10,000 shares of Common Stock, with a \$1.00 par value per share.

ARTICLE VI  
Registered Office and Registered Agent

The street address of the initial registered office of the Corporation in the State of Florida shall be 1300 North Semoran Boulevard, Suite 100, Orlando, Florida 32807. The name of the initial registered agent of the Corporation at the registered office shall be W.P. Battaglia.

ARTICLE VII  
Initial Board of Directors

The initial Board of Directors shall consist of two (2) persons. The names and addresses of the persons who shall serve as directors of the Corporation until the first meeting of shareholders are:

<u>Name</u>	<u>Address</u>
R.E. Battaglia	1300 North Semoran Boulevard Suite 100 Orlando, Florida 32807
W.P. Battaglia	222 West Comstock Avenue Suite 101 Winter Park, Florida 32789

ARTICLE VIII  
Incorporator

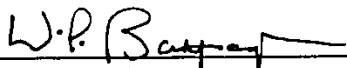
The name and address of the incorporator of the Corporation is:

<u>Name</u>	<u>Address</u>
W.P. Battaglia	222 West Comstock Avenue Suite 101 Winter Park, Florida 32789

ARTICLE IX  
Preemptive Rights

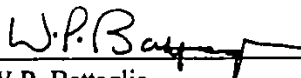
The shareholders of the Corporation shall have the preemptive right to acquire unissued or treasury shares of the Corporation as provided under the Act.

Executed this 23<sup>rd</sup> day of May, 1997.

  
W.P. Battaglia, Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as Registered Agent and 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.

  
W.P. Battaglia  
Registered Agent

Date: may 23 1997

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TALLAHASSEE, FLORIDA