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TO: DIVISION OF CORPORATIONS FAX #: (904)922-4001  
FROM: EMPIRE CORPORATE KIT COMPANY ACCT#: 072450003255  
CONTACT: RAY STORMONT  
PHONE: (305)541-3694 FAX #: (305)541-3770

NAME: COUNTY LANDTRUST, INC.  
AUDIT NUMBER.....H97000009033  
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.  
CERT. OF STATUS..0 PAGES..... 3  
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ARTICLES OF INCORPORATION  
COUNTY LANDTRUST, INC.

THE UNDERSIGNED incorporator hereby makes, subscribes, acknowledges and files with the Department of State these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I The name of the Corporation is:

COUNTY LANDTRUST, INC.

ARTICLE II Nature of Business:

The general nature of the business to be transacted by this corporation will be to engage in any activities or business permitted under the laws of the United States and of this state.

ARTICLE III Capital Stock

The maximum number of shares of capital stock authorized to be issued by this corporation shall be five hundred shares of common stock with a par value of \$1.00 per share.

Each of said shares of stock shall entitle the holder to one vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property (other than stock or securities), or in labor or services at a fair valuation to be fixed by the incorporator. All stock, when issued, shall be fully paid and nonassessable.

ARTICLE IV Initial Capital

The amount of capital with which this corporation shall begin business shall be no less than five hundred (\$500.00) Dollars.

ARTICLE V Terms of Existence

This corporation shall have perpetual existence.

ARTICLE VI Principal Office

The following shall be the street address and principal office of the corporation, but this corporation shall have the power to move the principal office to any other address in the State of Florida and to establish branch offices at such other places within or without the State of Florida that may be deemed expedient: 7328 S.W. 48th Street, Miami, Florida 33155.

NATHAN NEWMAN FLORIDA BAR # 58782  
7328 S.W. 48th Street

Miami, Florida 33155 H 97000009033  
(305) 662-2007

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ARTICLE VII Board of Directors

This corporation shall have one Director initially. The name and address of the first Board of Directors is as follows:

JAMES W. CHANCELOR, 10021 Pines Blvd., #209  
Pines-Palm Office Park  
Pembroke Pines, Florida 33024

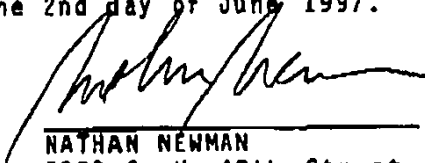
ARTICLE VIII Registered Agent

Pursuant to the applicable Florida statutes, the initial Registered Agent for this corporation and his office is NATHAN NEWMAN, 7328 S.W. 48th Street, Miami, Florida 33155. The appointment of Registered Agent is hereby accepted.



NATHAN NEWMAN

THE UNDERSIGNED, being the original subscriber to the capital stock herein above named for the purpose of forming a corporation for profit and to do business both within and without the State of Florida, does hereby make, subscribe and acknowledge and files these Articles of Incorporation, hereby declaring and certifying that the statements herein stated are true, and does agree to take the number of shares of stock herein above set forth and accordingly has hereunto set his hand and seal on this the 2nd day of June 1997.



NATHAN NEWMAN  
7328 S. W. 48th Street  
Miami, Florida 33155

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