

P97000049417

JAMES A. MINIX, P.A.
Attorney and Counsellor at Law

JAMES A. MINIX
Board Certified Civil Trial Lawyer

215 SOUTH FEDERAL HIGHWAY
SUITE 203
STUART, FLORIDA 34904-2075
OUR FILE NUMBER: 01012.012

TELEPHONE
(561) 220-1190
(561) 337-0775
FACSIMILE
(561) 220-1197

April 23, 1997

Sandra B. Mortham,
Secretary of State
Department of State
PL02 The Capitol
Tallahassee, FL 32399-0250

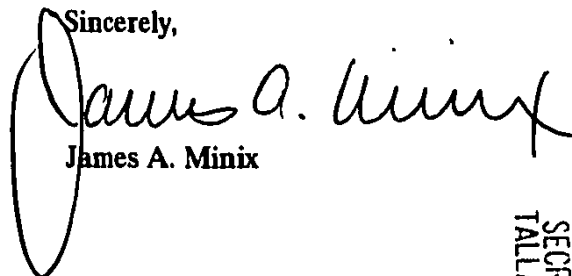
900002155679--1
-04/25/97--01106--003
****122.50 ****122.50

RE: Incorporation

Dear Mrs. Mortham:

Enclosed you will find an **original** and one copy of the Articles of Incorporation of Okeechobee Properties, Inc. I have also enclosed a check in the amount of \$122.50 payable to the Department of State for the filing of the Articles of Incorporation. If you have any questions or need any additional information, please don't hesitate to contact me at the number listed above.

Sincerely,


James A. Minix

JAM/pad

Enclosures

cc: James I. Minix

FILED
97 JUN -4 AM 8:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

mc 6/5/97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 28, 1997

JAMES A. MINIX, P.A.
215 SOUTH FEDERAL HIGHWAY
SUITE 203
STUART, FL 34994-2075

SUBJECT: OKEECHOBEE PROPERTIES, INC.
Ref. Number: W97000009710

We have received your document for OKEECHOBEE PROPERTIES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6067.

Neysa Culligan
Document Specialist

Letter Number: 697A00021775

ARTICLES OF INCORPORATION
OF
OKEECHOBEE PROPERTIES, INC.
a Florida for-profit corporation

FILED
97 JUN -4 AM 8:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Name

The name of the for-profit corporation is OKEECHOBEE PROPERTIES, INC. The address of the principal office of this corporation shall be 5500 St. Lucie Boulevard, Fort Pierce, FL 34946, the mailing address of the corporation and the registered office address shall be the same.

ARTICLE II

Duration

This corporation shall have a perpetual existence.

ARTICLE III

Purpose

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

ARTICLE IV

Capital Stock

This corporation is authorized to issue 1000 shares of common stock (\$1.00) par value common stock.

ARTICLE V

Initial Registered Office and Agent

The street address of the initial registered office and agent of this corporation is 5500 St. Lucie Boulevard, Fort Pierce, FL 34946 and the name of the initial registered agent of this corporation at the address is Marilyn J. Minix.

ARTICLE VI

Initial Board of Directors

This corporation shall have four (4) directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

James I. Minix
5500 St. Lucie Boulevard
Fort Pierce, FL 34946

Theresa Ann Fowler
5500 St. Lucie Boulevard
Fort Pierce, FL 34946

Marilyn J. Minix
5500 St. Lucie Boulevard
Fort Pierce, FL 34946

Sean I. Minix
5500 St. Lucie Boulevard
Fort Pierce, FL 34946

ARTICLE VII

Incorporators

The name and address of the person signing these Articles is:

James A. Minix, Esq.
James A. Minix, P.A.
215 S. Federal Highway, Suite 203
Stuart, FL 34994

ARTICLE VIII

Powers

This corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act, Chapter 607, Florida Statutes.

ARTICLE IX

Indemnification

This corporation shall indemnify its officers and directors, and may indemnify its employees and agents, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, Chapter 607, Florida Statutes, as the same may be amended and supplemented, from and against any and all of the expenses or liabilities incurred in defending a civil or criminal proceeding, or other matters referred to in or covered by said provisions, including advancement of expenses prior to the final disposition of such proceedings and amount paid in settlement of such proceedings. The indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of shareholders or disinterested directors or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding such office. Such indemnification shall continue as to a person who has ceased to be a director, officer, employee, or agent, and shall inure to the benefit of the heirs and personal representatives of such a person. An adjudication of liability shall not affect the right to indemnification for those indemnified.

ARTICLE X

Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholder(s) is subject to this reservation.

ARTICLE XI

Bylaws

The Bylaws may be adopted, altered, amended, or repealed by either the shareholders or the Board of Directors, but the Board of Directors may not amend or repeal any Bylaw adopted by shareholders if the shareholders specifically provide such Bylaw is not subject to amendment or repeal by the directors.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 23rd day April, 1997.


JAMES A. MINIX, Incorporator

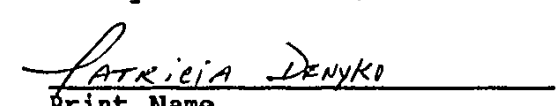
STATE OF FLORIDA
COUNTY OF ST. LUCIE

Before me, a notary public authorized to take acknowledgements in the State and County set forth above, personally appeared James A. Minix, known to me and known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 23rd of April, 1997.

(Notary Seal)


Notary Public


Print Name

My Commission Expires:



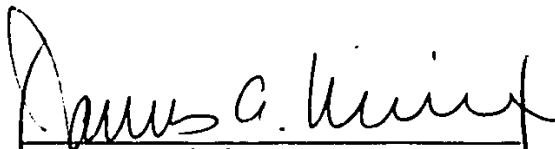
PATRICIA DENYKO
COMMISSION # CC 463063
EXPIRES MAY 11, 1999
RCA # 00 THRU
ATLANTIC INSURANCE CO., INC.

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

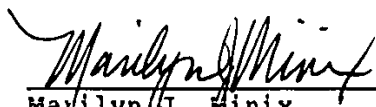
IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST--THAT OKEECHOBEE PROPERTIES, INC., DESIRING TO ORGANIZE
OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS
PRINCIPAL PLACE OF BUSINESS AT 5500 ST. LUCIE BOULEVARD, CITY OF
FORT PIERCE, STATE OF FLORIDA, 34946,

SECOND--NAMED MARILYN J. MINIX, LOCATED AT 5500 ST. LUCIE
BOULEVARD, CITY OF FORT PIERCE, STATE OF FLORIDA, 34946 AS ITS
AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.


James A. Minix, Incorporator
5-27-97
DATE

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 PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE
PERFORMANCE OF MY DUTIES.


Marilyn J. Minix
5-9-97
Date

FILED
97 JUN -4 AM 8:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA