

CORPORATE

ACCESS,

INC.

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

P.O. Box 37066 (32345-7066) ~ (904) 221-6666 or (800) 553-6666 . Fax (904) 221-6666

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Profit

1.) Colonial Bayfront, Inc.
(CORPORATE NAME & DOCUMENT #)

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SPECIAL INSTRUCTIONS

8/20

FILED
97 AUG 20 AM 11:05
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

RECEIVED
97 AUG 20 AM 9:46
DIVISION OF CORPORATION

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ARTICLES OF INCORPORATION

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

ARTICLE I NAME

The name of the corporation shall be COLONIAL BAYFRONT, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

11580 Oakhurst Road
Largo, Florida 34644
Telephone Number: (813) 595-0660

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 10,000 @ \$1.00 value common stock.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

Nancy W. Hunt, Esq.
Law Offices of Benjamin Felder, Esq.
42 First Street Southeast
St. Petersburg, Florida 33701

ARTICLE V INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

Nancy W. Hunt, Esq.
Law Offices of Benjamin Felder, Esq.
42 First Street Southeast
St. Petersburg, Florida 33701

Nancy W. Hunt
Signature/Incorporator

19 August 1997
Date

(An additional article must be added if an effective date is requested.)

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.

Nancy W. Hunt
Signature/Registered Agent

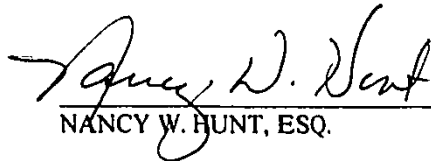
19 August 1997
Date

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97 AUG 20 AM 11:05
CLERK OF THE CIRCUIT COURT
TALLAHASSEE, FLORIDA

ARTICLE VI EFFECTIVE DATE OF ARTICLES

These Articles shall be effective upon their filing with the Secretary of the State of Florida.

IN WITNESS WHEREOF, the undersigned, as incorporator, has hereunto set her hand and seal this 19 day of August, 1997 for the purpose of organizing this corporation under the laws of the State of Florida.

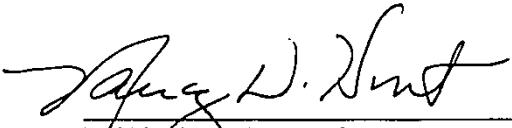


NANCY W. HUNT, ESQ.

a colonial

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



NANCY W. HUNT, ESQ.

A colonial

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97 AUG 20 AM 11:05
SECRETARY OF STATE
TALLAHASSEE FLORIDA