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August 19, 1997

Florida Secretary of State  
Corporate Records Section  
The Capitol  
Tallahassee, FL 32399


000002273420--6  
-08/21/97--01050--009  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Enclosed Articles of Incorporation and copy for certification

To whom it may concern:

Enclosed for filing are the articles for a new corporation, Peace River Properties Management Company, Inc., together with a duplicate original for certification and return. Also enclosed is my firm's check in the amount of \$122.50 for filing same.

Sincerely,

  
JEAN M. FINKS

JMF/ah

Enclosure: articles, copy, check for filing

AL AUG 22 1997

AV AUG 22 1997

FILED  
-97 AUG 21 PM 3:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FILED**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
FOR  
PEACE RIVER PROPERTIES MANAGEMENT COMPANY, INC.**

**ARTICLE ONE - NAME**

The name of this corporation is PEACE RIVER PROPERTIES  
MANAGEMENT COMPANY, INC.

**ARTICLE TWO - DURATION**

This corporation shall have perpetual existence, unless sooner dissolved.

**ARTICLE THREE - PURPOSE**

This corporation may transact any and all lawful business for which  
corporations may be incorporated under the Florida General Corporation Act.

**ARTICLE FOUR - STOCK**

The aggregate number of shares that this corporation has the authority to issue is  
one hundred shares, all of which shall be common stock, without par value.

**ARTICLE FIVE - INCORPORATOR**

The name and street address of the incorporator of this corporation is John L.  
McEwan, of 228 Di Vinci Drive, Punta Gorda, Florida.

**ARTICLE SIX - REGISTERED OFFICE**

The name and street address of the original resident agent for the corporation is  
Maribeth J. McEwan, of 228 Di Vinci Drive, Punta Gorda, Florida.

### ARTICLE SEVEN - MANAGEMENT OF CORPORATION

All corporate powers shall be exercised by or under the authority of, and the business affairs of this corporation shall be managed under the direction of, the shareholders of this corporation.

In witness whereof, the incorporator has signed his name to these articles of incorporation this 19 day of August, 1997.

  
JOHN L. McEWAN  
Incorporator

STATE OF FLORIDA  
COUNTY OF CHARLOTTE

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized to take acknowledgments, personally appeared John L. McEwan, to me well known to be the person whose name is subscribed on the foregoing instrument, and being duly sworn, he acknowledged before me that he executed the articles for the purposes contained therein.

IN WITNESS WHEREOF, I hereunto set my hand and official seal this 19 day of August, 1997.



Anna Handgen  
My Commission CC659491  
Expires June 30, 2001

  
ANNA HANDGEN

NOTARY PUBLIC, State of Florida at Large

**FILED**

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**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

**DESIGNATION AND ACCEPTANCE OF RESIDENT AGENT**

The following is submitted in compliance with Chapter 48.091, Florida Statutes. PEACE RIVER PROPERTIES MANAGEMENT COMPANY, INC., a corporation organizing under the laws of the State of Florida, with its principal office at 228 Divinci Drive, Punta Gorda, County of Charlotte, State of Florida, has named Maribeth J. McEwan, whose address is 228 Divinci Drive, City of Punta Gorda, County of Charlotte, State of Florida, as its agent to accept service of process within this state.

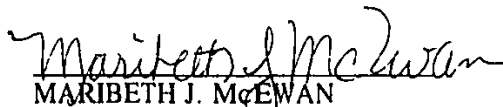
  
JOHN L. McEWAN,

Incorporator and President of  
PEACE RIVER PROPERTIES  
MANAGEMENT COMPANY, INC.

**ACCEPTANCE**

I, Maribeth J. McEwan, a resident of Punta Gorda, Charlotte County, Florida, and familiar with the obligations provided in § 607.0501, Florida Statutes, agree to accept service of process, keep the office open during prescribed hours, and to post my name (and any other officers of said corporation authorized to accept service of process) at the designated address.

Dated this 19 day of August, 1997.

  
MARIBETH J. McEWAN  
Registered Agent