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REFERENCE :

521067

AUTHORIZATION:

COST LIMIT :

\$ 122.50

ORDER DATE: September 8, 1997

ORDER TIME : 9:51 AM

ORDER NO. : 521067-005

CUSTOMER NO:

4312129

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CUSTOMER: Ms. Hazel Gianatiempo

DICKENSON MURDOCH REX & SLOAN,

CHARTERED Suite 410

980 North Federal Highway Boca Raton, FL 33432

DOMESTIC FILING

NAME:

ESCANABA PROPERTIES, INC.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY _ PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

AN 10: 50 m

FILED

ARTICLES OF INCORPORATION

97 SEP -8 AM 11: 43

OF

SECRETARY OF STATE TALLAHASSEE, FLORIDA

ESCANABA PROPERTIES, INC.

ARTICLE I.

NAME

The name of the corporation is:

ESCANABA PROPERTIES, INC.

ARTICLE II.

DURATION

This Corporation shall have perpetual existence.

ARTICLE III.

PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV.

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this Corporation is 2844 Banyan Circle, N.W. Boca Raton, Florida 33431.

ARTICLE V.

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 2844 Banyan Circle, N.W., Boca Raton, Florida 33431 and the name of the initial registered agent of this Corporation at that address is James Rosemurgy.

ARTICLE VI.

BOARD OF DIRECTORS

This Corporation shall have one (1) director initially.

The number of directors may be increased or decreased from time to time by the By-Laws.

The name and address of the initial director is:

James Rosemurgy 2844 Banyan Circle, N.W. Boca Raton, Florida 33431

ARTICLE VII.

CAPITAL STOCK

This Corporation is authorized to issue SEVEN THOUSAND FIVE HUNDRED (7,500) shares of ONE DOLLAR (\$1.00) par value stock.

A majority of the outstanding shares shall constitute a quorum at shareholders' meetings unless the By-Laws shall make provision for some lesser percentage of shares (but not less than 33-1/3%).

ARTICLE VIII.

INCORPORATOR

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

James Rosemurgy 2844 Banyan Circle, N.W. Boca Raton, Florida 33431

ARTICLE IX.

POWERS

This Corporation shall have all of the corporate powers enumerated in the Florida Business Corporations Act.

ARTICLE X.

MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in meetings of the Board of Directors by means of a conference telephone as provided by law.

ARTICLE XI.

ACTION BY BOARD OF DIRECTORS WITHOUT A MEETING

The directors of this Corporation may take action by written consent, as provided by law.

ARTICLE XII.

INDEMNIFICATION

The Corporation shall indemnify any officer, director, employee or agent or any former officer, director, employee or agent to the full extent permitted by law.

ARTICLE XIII.

AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles, or any amendments hereto, and any right conferred upon the shareholders is subject to this reservation.

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

JAMES ROSEMURGY

STATE OF FLORIDA COUNTY OF PALM BEACH

The foregoing Articles of Incorporation were acknowledged before me this day of or Diproduced ________, 1997, by JAMES ROSEMURGY. He is personally known to me, as identification.

OFFICIAL NOTARY SEAL HAZELA GIAMATIEMPO COMMISSION SIMISEN CC578705
MY COMMISSION EXPIRES AUG. 21,2000

NOTARY PUBLIC, State of Florida

(SEAL)

Printed Name of Notary/Serial Number
My Commission Expires:

ACCEPTANCE OF REGISTERED AGENT

The undersigned being named as Registered Agent to accept service of process of Escanaba Properties, Inc. at the place designated in these Articles, hereby agrees to act in that capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of those duties.

Date:

Mexa

SACLAROSEMURGAEscansbalArticles.frm 8/29/97

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SECULIANS SEE: FLORIDA