

P97000090769



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 573640 *9955A*
Patricia Tye

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE : October 22, 1997

ORDER TIME : 9:54 AM

ORDER NO. : 573659-005

CUSTOMER NO: 9955A

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CUSTOMER: Ms. Margaret M. Pio
CHIUMENTO BRAUNSTEIN GUNTARP
& EMERY, P.A.
Suite B
4 Old Kings Road North
Palm Coast, FL 32137

DOMESTIC FILING

NAME: LEANNI DEVELOPMENT CORPORATION

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Glisar

EXAMINER'S INITIALS: _____

FILED
97 OCT 22 AM 11:57
RECEIVED
97 OCT 22 AM 11:37
TALLAHASSEE, FLORIDA
SECRETARY OF STATE
DIVISION OF CORPORATION

BN OCT 22 1997

ARTICLES OF INCORPORATION

of

LEANNI DEVELOPMENT CORPORATION

FILED
97 OCT 22 AM 11:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers of these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is:

LEANNI DEVELOPMENT CORPORATION

ARTICLE II. NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is to engage in real estate development and every and any aspect and phase of any and every lawful business, including, but not limited to, the following activities:

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses, in the State of Florida and in all other states and countries.

To loan money, to contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payments of corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and whole owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: 100 shares of common stock with a nominal or par value of \$10.00. The

consideration to be paid for each share shall be fixed by the Board of Directors. There shall be no other class of stock. The incorporators may, by contract, restrict the alienability of this stock. An endorsement shall be made upon each certificate of stock indicating the existence of such contract.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin business is one thousand (\$1,000.00) dollars.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. ADDRESS

The street address of the initial principal office of this corporation is 8 Crafton Court Palm Coast, Florida 32137. The Board of Directors may, from time to time, move the principal office to any other address in Florida. The mailing address of the corporation is P.O. Box 265, Baldwin Place, New York 10505.

ARTICLE VII. DIRECTORS

The corporation shall have two directors initially. The number of directors may be increased from time to time, by By-Laws adopted by the stockholders.

ARTICLE VIII. INITIAL DIRECTORS

The names and addresses of the members of the first Board of Directors are:

<u>Name</u>	<u>Address</u>
Nicholas Lupinacci	P.O. Box 265 Baldwin Place, NY 20505
Janet Lupinacci	P.O. Box 265 Baldwin Place, NY 20505

ARTICLE IX. SUBSCRIBERS

The name and address of each subscriber of these Articles of Incorporation, the number of shares of stock each agrees to take, and the value of the consideration thereof:

<u>Name</u>	<u>Address</u>	<u>Shares</u>	<u>Consideration</u>
Nicholas and Janet Lupinacci	P.O. Box 265 Baldwin Place, NY 10505	100 sh.	\$1,000.00

ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE XI. REGISTERED AGENT AND OFFICE

The registered agent and office for this corporation shall be Michael D. Chiumento, Esquire, 4 Old Kings Road North, Palm Coast, Florida 32137, to accept service of process within this State as to this corporation.

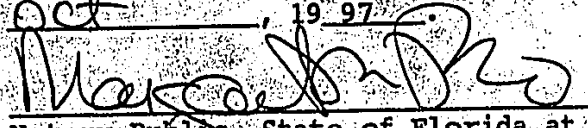

NICHOLAS LUPINACCI



JANET LUPINACCI

STATE OF FLORIDA
COUNTY OF FLAGLER

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared NICHOLAS AND JANET LUPINACCI to me personally known to be the persons described as subscribers in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 21 day of Oct, 19 97.


Notary Public, State of Florida at
Large
My commission expires:

 Margaret M Pio
My Commission CC685181
Expires October 10, 2001

**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:

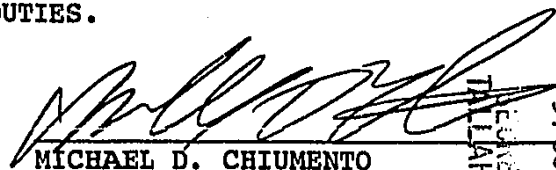
FIRST: THAT LEANNI DEVELOPMENT CORPORATION, DESIRING TO
ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH
ITS PRINCIPAL PLACE OF BUSINESS AT 8 CRAFTON COURT, PALM COAST,
FLORIDA 32137, HAS NAMED MICHAEL D. CHIUMENTO, LOCATED AT 4 OLD
KINGS ROAD NORTH, PALM COAST, FLORIDA 32137, AS ITS REGISTERED
AGENT AND OFFICER TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.


NICHOLAS LUPINACCI, Subscriber


JANET LUPINACCI, Subscriber

DATE: 10/21/97

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


MICHAEL D. CHIUMENTO
REGISTERED AGENT

DATE: 10/21/97

97 OCT 22 AM 11:57
CLERK OF STATE
TALLAHASSEE, FLORIDA

FILED