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FLORIDA DIVISION OF CORPORATIONS

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NAME: LL SMITH PROPERTIES, INC.

AUDIT NUMBER.....H98000001008

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..1

PAGES..... 6

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**ARTICLES OF INCORPORATION
OF
LL SMITH PROPERTIES, INC.**

The undersigned incorporator to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida as follows:

ARTICLE I
Name and Address

The name of this Corporation is:

LL Smith Properties, Inc.

The mailing address and street address of the Corporation are:

**2948 Clubhouse Dr. W.
Clearwater, FL 33761-3005**

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ARTICLE II
Term of Existence

This Corporation shall have perpetual existence, commencing upon the date of filing of these Articles with the Florida Department of State.

ARTICLE III
Purpose

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

ARTICLE IV
Powers

The corporation shall have the power:

- (a) To have perpetual succession by its corporate name;
- (b) To sue and be sued, complain, and defend in its corporate name;

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- (c) To have a corporate seal, which may be altered at will, and to use it , or a facsimile of it, by impressing, or affixing it or in any other manner reproducing it;
- (d) To purchase, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal with real or personal property or any legal or equitable interest in property wherever located;
- (e) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, and otherwise dispose of all or any part of its property;
- (f) To lend money to, and use its credit to assist, its officers and employees to the full extent permitted by law;
- (g) To make contracts and guarantees, incur liabilities, borrow money, issue its notes, bonds, and other obligations (which may be convertible into or include the option to purchase other securities of the corporation), and secure any of its obligations by mortgage or pledge of any of its property, franchises, and income and make contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of a corporation the majority of the outstanding stock of which is owned, directly or indirectly, by the contracting corporation; a corporation which owns, directly or indirectly, a majority of the outstanding stock of the contracting corporation; or a corporation the majority of the outstanding stock of which is owned, directly or indirectly, by a corporation which owns, directly or indirectly, the majority of the outstanding stock of the contracting corporation, which contracts of guaranty and suretyship shall be deemed to be necessary or convenient to the conduct, promotion, or attainment of the business of the contracting corporation, and make other contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of the contracting corporation;
- (h) To purchase, receive, subscribe for, or otherwise acquire, own, hold, vote, use, sell, mortgage, lend, pledge, or otherwise dispose of, and deal in and with, shares or other interests in, or obligations of, any other entity;
- (i) To lend money, invest and reinvest its funds, and receive and hold real and personal property as security for repayment;
- (j) To conduct its business, locate offices and exercise the powers granted by this act within or without this state;
- (k) To elect directors and appoint officers, employees, and agents of the Corporation and define their duties, fix their compensation, and lend them money and credit;

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ARTICLE VII
Initial Board of Directors

This Corporation shall have Three director(s) 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 name and address of the initial directors of this Corporation is:

Name and Address

Linda Lawrence Smith, President, Treasurer
2948 Clubhouse Dr. W.
Clearwater, FL 33761-3005

Alfred C. Vittorino, Secretary
2948 Clubhouse Dr. W.
Clearwater, FL 33761-3005

Wayne Edward Smith, Vice President
2948 Clubhouse Dr. W.
Clearwater, FL 33761-3005

ARTICLE VIII
Incorporator

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

Name and Address

Linda Lawrence Smith
2948 Clubhouse Dr. W.
Clearwater, FL 33761-3005

ARTICLE IX
Amendment

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this day, Thursday, January 15, 1998.



Linda Lawrence Smith

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ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within-named Corporation, at the place designated herein 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.

Date: January 15, 1998



Linda Lawrence Smith

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

LL Smith Properties, Inc.

2. The name and address of the registered agent and office is:

**Linda Lawrence Smith
2948 Clubhouse Dr. W.
Clearwater, FL 33761-3005**

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.

January 15, 1998
DATE


REGISTERED AGENT

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