

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P980000036650

Manatee Bay Realty
Inc

500002496155--4

-04/22/98-01029-011

****131.25 ****131.25

2 ✓ Art of Inc. File _____
____ LTD Partnership File _____
____ Foreign Corp. File _____
____ L.C. File _____
____ Fictitious Name File _____
____ Trade/Service Mark _____
____ Merger File _____
____ Art. of Amend. File _____
____ RA Resignation _____
____ Dissolution / Withdrawal _____
____ Annual Report / Reinstatement _____
4 ✓ Cert. Copy _____
____ Photo Copy _____
1 ✓ Certificate of Good Standing _____
____ Certificate of Status _____
____ Certificate of Fictitious Name _____
____ Corp Record Search _____
____ Officer Search _____
____ Fictitious Search _____
____ Fictitious Owner Search _____
____ Vehicle Search _____
____ Driving Record _____
____ UCC 1 or 3 File _____
____ UCC 11 Search _____
____ UCC 11 Retrieval _____
____ Courier _____

98 APR 22 PM 3:15

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

DIVISION OF CORPORATION

98 APR 22 AM 10:07

RECEIVED

Signature _____

Requested by: JS

Name _____

Date

Time

Walk-In _____

Will Pick Up _____

4/22/98 9:34

ep
4-22-98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 22, 1998

CAPITAL CONNECTION, INC.
417 E. VIRGINIA ST.
STE. 1
TALLAHASSEE, FL 32301

SUBJECT: MANATEE BAY REALTY, INC.
Ref. Number: W98000008989

We have received your document for MANATEE BAY REALTY, INC. and your check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The acceptance statement may be inserted into article IV in lieu of adding a separate sheet.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6929.

Randall Purintun
Document Specialist

Letter Number: 598A00021708

Corrected

RECEIVED
98 APR 22 PM 3:00
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

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

ARTICLE I NAME

The name of the corporation shall be:

Manatee Bay Realty, Inc.

ARTICLE II PRINCIPAL OFFICE

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

301 Windhaven Lane
New Smyrna Beach, FL 32168

ARTICLE III SHARES

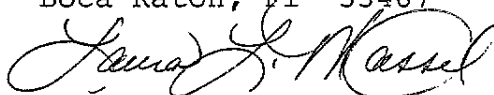
The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,000

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Laura L. Massel
5499 N. Federal Hwy., Ste. E-2
Boca Raton, FL 33487



I hereby am familiar with and accept the duties and responsibilities as
Registered Agent.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 22 PM 3:15

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

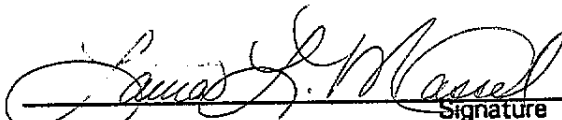
Edward L. Massel - President
7787 NW 25th Street
Margate, FL 33063

Jeanne M. Massel - Vice President
7787 NW 25th Street
Margate, FL 33063

Laura L. Massel - Secretary
36 SW 5th Way
Boca Raton, FL 33432

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

14th day of April, 1998.



Signature
Laura L. Massel, Secretary

Signature

Signature

**Articles of Incorporation
Filing Fee - \$35**