



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 817203 4381472

AUTHORIZATION :

Patricia Pizutto

COST LIMIT : \$ 131.25

ORDER DATE : May 13, 1998

ORDER TIME : 10:35 AM

ORDER NO. : 817203-005

CUSTOMER NO: 4381472

500002521815--2

CUSTOMER: Ms. Laurie Bergstresser
BROAD AND CASSEL

Suite 1100
390 North Orange Avenue
Orlando, FL 32801

DOMESTIC FILING

NAME: SILVERPOINTE DL, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 13 PM 12:37

FILED
98 MAY 13 AM 11:25
DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION
OF
SILVERPOINTE DL, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 13 PM 12:37

ARTICLE I - NAME

The name of this corporation is SILVERPOINTE DL, INC.

ARTICLE II - INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the initial principal place of business and mailing address of the corporation is 3300 S. Hiawasse Road, Suite 107, Orlando, Florida 32835.

ARTICLE III - AUTHORIZED SHARES

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$.01 per share.

ARTICLE IV - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation is 390 North Orange Avenue, Suite 1100, Orlando, Florida 32801 and the initial registered agent of this corporation at that address is B&C Corporate Services of Central Florida, Inc.

ARTICLE V - INCORPORATOR

The name and address of the incorporator is as follows:

<u>Name</u>	<u>Address</u>
B&C Corporate Services Central Florida, Inc.	390 North Orange Avenue Suite 1100 Orlando, Florida 32801

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The name and street address of the initial members of this corporation's initial Board of Directors is as follows:

Lee Chira

3300 S. Hiawassee Road
Suite 107
Orlando, FL 32835

IN WITNESS WHEREOF, the undersigned does hereby execute this instrument this 13 day of May, 1998.

B&C Corporate Services of Central Florida, Inc.

By: 

Douglas E. Starcher
Vice President

DATED as of this 13 day of May, 1998.

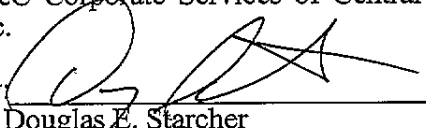
CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

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

1. The name of the corporation is SILVERPOINTE DL, INC.
2. The name and address of the registered agent and office is:

B&C CORPORATE SERVICES OF CENTRAL FLORIDA, INC.
390 North Orange Avenue, Suite 1100
Orlando, Florida 32801

By: B&C Corporate Services of Central Florida,
Inc.

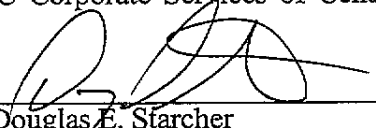
By: 
Douglas E. Starcher
Vice President

Title: Incorporator

Dated this 13 day of May, 1998.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF ITS DUTIES, AND ACCEPTS THE DUTIES AND OBLIGATIONS OF ITS POSITION AS REGISTERED AGENT INCLUDING THOSE CONTAINED IN SECTION 607.0505, FLORIDA STATUTES.

B&C Corporate Services of Central Florida,
Inc.

By: 
Douglas E. Starcher
Vice President

Dated this 13 day of May, 1998.

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