

P98000051749

June 5, 1998

(date)

Secretary of State  
Division of Corporations

P.O. Box 6327  
Tallahassee, FL 32314

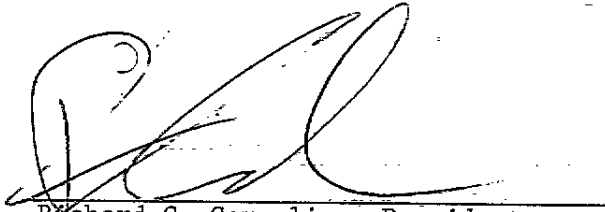
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\*\*\*\*122.50 \*\*\*\*122.50

Dear Sir or Madam:

Enclosed please find the necessary documents for the corporate registration of FORBES-FLORIDA REALTY CORP., along with a check in the amount of \$ 122.50 for the filing fee and any other required costs.

Also enclosed is a photocopy of the these corporate documents. Please return this to me with the filing date stamped on it.

Thank you,

  
Richard C. Cornelius, President

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JUN -8 AM 9:31

STATE OF  
FLORIDA  
ARTICLES OF INCORPORATION  
OF  
FORBES-FLORIDA REALTY CORP.,  
A BUSINESS/STOCK CORPORATION

The name of the corporation is FORBES-FLORIDA REALTY CORP.

The business and mailing address of the corporation is 1405 Main Street Dunedin, Florida 34626

(street address, city, county, state, zip)

The duration of the corporation is perpetual.

The corporation has been organized to transact any and all lawful business for which corporations may be incorporated in this state.

The aggregate number of shares which the corporation shall have the authority to issue is 500 and the par value of each shall be \$1.00 (typically "no par value")

The number of directors constituting the initial board of directors of the corporation is 2, and their names and addresses are:

Richard C. Cornelius 2238 Colonial Dr. Palm Harbor, FL 34683

Marianne T. Cornelius 2238 Colonial Dr. Palm Harbor, FL 34683

The location and street address of the initial registered office is 2238 Colonial Dr. Palm Harbor Florida 34683

(must be located within the state) (list county also)

and the name of its initial registered agent at such address is Marianne T. Cornelius

The fiscal year shall be N/A

The name and address of each officer:

Title	Name	Address
PRESIDENT	Richard C. Cornelius	2238 Colonial Dr. Palm Harbor, FL 34683
TREASURER	SAME	
CLERK		

The name and address of each incorporator:

Richard C. Cornelius 2238 Colonial Dr. Palm Harbor, FL 34683

In witness thereof, the undersigned incorporator(s) have executed these articles of incorporation this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.

[Signature]  
Incorporator

\_\_\_\_\_  
Incorporator

State of FLORIDA  
County of Pinellas

On 6-5-98, the above person(s) appeared before me, a notary public and are personally known or proved to me to be the person(s) whose name(s) is/are subscribed to the above instrument who acknowledged that he/she executed the instrument.

[Signature]  
Notary

(Notary stamp or seal)

This document prepared by:



SUELLEN EVANS  
My Commission CC481022  
Expires May. 08, 1998  
Bonded by ANB  
800-652-5878

CERTIFICATE OF DESIGNATION

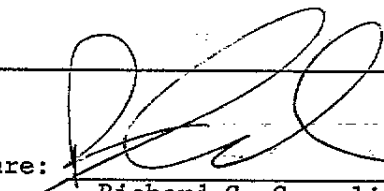
REGISTERED AGENT/REGISTERED OFFICE

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 office/registered agent, in the state of Florida.

1. The name of the corporation is:

FORBES-FLORIDA REALTY CORP.

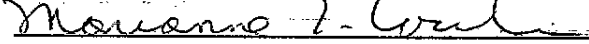
2. The name and address of the registered agent and office is:  
Marianne T. Cornelius 2238 Colonial Dr. Palm Harbor, FL 34683

Signature:   
Richard C. Cornelius

Title: President

Date: June 5, 1998

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.

Signature:   
Marianne T. Cornelius

Date: June 5, 1998

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