098000050959

CSC THE UNITED STATES CORPORATION

ACCOUNT NO. : 07210000032

REFERENCE :

868271 815.05

AUTHORIZATION :

COST LIMIT: \$78.75

ORDER DATE : June 24, 1998

ORDER TIME : 11:34 AM

ORDER NO. : 868271-005

CUSTOMER NO:

81505A

CUSTOMER: Sam Reiber, Esq

LINSKY & REIBER

Suite 200

601 East Twigg Street

Tampa, FL 33602

400002571554--7

DOMESTIC FILING

NAME:

HARBORVIEW INVESTMENTS II,

INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_____CERTIFIED COPY

XX ____ PLAIN STAMPED COPY

XX ___ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS:

BECKED AS AUTONOMISION OF CORPORATION

ARTICLES OF INCORPORATION



of

HARBORVIEW INVESTMENTS II, INC.

The undersigned, for the purpose of forming a corporation under the provisions of the statutes of the State of Florida, does hereby adopt the following Articles of Incorporation.

ARTICLE I

NAME

The name of the corporation is:

HARBORVIEW INVESTMENTS II, INC.

The principal address of the corporation shall be:

1108 RIDGEGROVE DRIVE PALM HARBOR, FLORIDA 34683

ARTICLE II

DURATION

This corporation shall have a perpetual existence.

ARTICLE III

PURPOSE

This corporation is organized to:

To transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV

CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is 1000 shares of stock having a par value of \$1.00 per share. All shares of stock shall be designated as common shares. The stock may be issued in fractioned shares and may be in whole or in part canceled and reissued at any time in compliance with the By-laws of this corporation. Said stock shall be paid for in such manner as the Board of Directors may provide and approve, whether in cash, services or property.

ARTICLE V

DIVIDENDS

The holders of common stock of the corporation shall be entitled to receive dividends from time to time when and as declared by the Board of Directors either from the corporation's net earnings or from the surplus of the corporation's assets over liabilities, including capital of the corporation, but not otherwise. Dividends may be payable either in cash, property, or shares of the common stock of the corporation.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 601 East Twiggs Street, Suite 200, Tampa, Florida 33602 and the name of the initial registered agent of this corporation at that address is Sam I. Reiber.

ARTICLE VII

DIRECTORS

The Board of Directors of the corporation shall consist of 1 member.

ARTICLE VIII

INCORPORATORS

The name and post office address of the incorporator of the Articles of Incorporation is:

Sam I. Reiber, Esq., 601 E. Twiggs Street Suite 200 Tampa, Florida 33602

ARTICLE IX

AMENDMENT

The Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Shareholders, and approved at a Shareholder's meeting by a majority of the stock entitled to vote thereof, unless all of the Directors and all of the Shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE X

BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the Board of Directors and Shareholders.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation for the uses and purposes herein stated this 25 day of June 1998.

SAMI. REIBER

STATE OF FLORIDA COUNTY OF HILLSBOROUGH

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized to take acknowledgments, personally appeared, SAM I. REIBER, as incorporator and who executed the foregoing Articles of Incorporation this Eday of June 1998.

WITNESS MY HAND and official seal at Tampa, Hillsborough County, Florida this of June 1998.

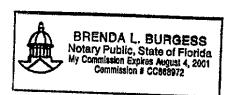
Notary Public, State of Florida My Commission Expires:

Print name:

Personally Known

Produced Identification

Type of Identification_



CERTIFICATE DESIGNATING REGISTERED OFFICE FOR THE SERVICE OF PROCESS WITHIN THE STATE NAMING REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED OIVISIONETERIZED SO JUN 24 PM 2:28

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

That HARBORVIEW INVESTMENTS II, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the City of Tampa, the County of Hillsborough, State of Florida, has named Sam I. Reiber as its agent to accept service of process within the state.

Having been named to accept service of process for the above named corporation, at a place designated in the Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of this act relative to keeping open said office.

REGISTERED OFFICE ADDRESS: 601 East Twiggs Street, Suite 200, Tampa, Florida 33602.

Sam I. Reiber

Registered Agent