

8/05/98

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

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FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
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ACCT#: 072450003255

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NAME: THE APARTMENT NETWORK OF PINELLAS, INC.

AUDIT NUMBER.....H98000014562

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

CERT. OF STATUS..0

PAGES.....4

CERT. COPIES.....1

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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ARTICLES OF INCORPORATION

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such Corporation:

1. NAME: The name of the corporation is:

The Apartment Network of Pinellas, Inc.

2. DURATION: The period of its duration is perpetual.

3. DATE OF INCORPORATION: The date of commencement of corporate existence shall be the date this document is accepted for filing by the Secretary of State.

4. PURPOSE: The purpose is to engage in any activities of business permitted under the laws of the United States and Florida.

5. CAPITAL STOCK: The corporation is authorized to issue 200 shares, all of one class at one dollar par value.

6. PRINCIPAL OFFICE: The office of the Corporation shall be located at:

147 Belcher Rd., Suite 1
Largo, Florida 33771

7. INITIAL BOARD OF DIRECTORS: This corporation shall have two directors initially. The number of directors may be either increased or decreased from time to time by the by-laws of the corporation in the manner provided by law, but shall never be less than one.

The names and addresses of the initial directors are are:

Carl K. Lambrecht
1700 9th St. N
St. Petersburg, Florida 33704

Lee Ann Lambrecht
1700 9th St. N
St. Petersburg, Florida 33704

8. INCORPORATOR: The name and address of the incorporator signing these Articles of Incorporation is:

Carl K. Lambrecht
1700 9th St. N
St. Petersburg, Florida 33704

Prepared By: H. W. Van Wagenen

147 Belcher Rd. (813) 358-6631

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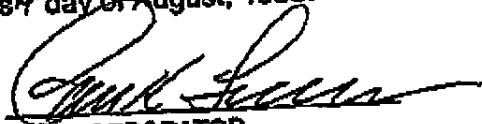
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9. AMENDMENT OF ARTICLES: This corporation reserves the right to amend and repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 17th day of August, 1998.

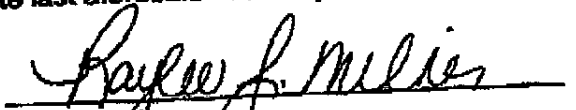



INCORPORATOR

STATE OF FLORIDA
COUNTY OF PINELLAS

I hereby Certify that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared Carl K. Lambrecht known to me to be the person described in and who executed the foregoing instrument, who acknowledged to me that he executed the same and an oath was not taken. Said person is personally known to me.

Notary Rubber Stamp Seal

Witness my hand and official seal in the County and State last aforesaid this 17th day of August, 1998.


Notary Signature

Printed Name


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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.

First that: The Apartment Network of Pinellas, Inc.

desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the articles of incorporation has named H. William Van Wagenen located at 147 Belcor Road, Suite 1, City of Largo, County of Pinellas, State of Florida, as its agent to accept service of process within this state.

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


 Registered Agent

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