UCC FILING & SEARCH SERVICES, INC. 526 East Park Avenue Tallahassee, FL 32301

(850) 681-6528

FILING & SEARCH

Walk In

Mail Out

Will Wait

Photocopy

FOR PICKUP BY **UCC SERVICES**

OFFICE USE ONLY (Document #)

64.	<u> 509 1 </u>	

*****70.00 *****70.00 CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known): Certified Copy Certificate of Status RUSH Certificate of Good Standing ARTICLES ONLY ALL CHARTER DOCS

NEW FILINGS	AMENDMENTS Amendment	EFFECTIVE DATE 8-10-58
NonProfit	Resignation of R.A. Officer/Director	-
Limited Liability	Change of Registered Agent	Certificate of FICTITIOUS NAME
Domestication	Dissolution/Withdrawal	*
Other	Merger	FICTITIOUS NAME SEARCH
		CORP SEARCH S

Pick Up Time

SEOTHER FILINGS	REGISTRATION/QUALIFICATION	
Annual Report	Foreign	
Fictitious Name	Limited Partnership	
Name Reservation	Reinstatement	
	Trademark	
	Other	

Ordered By: Date:

THE CEIVED AH 8/11/98

ARTICLES OF INCORPORATION

FILED 98 AUG II PM 2:55

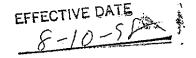
OF

LEWALLEN MANAGEMENT COMPANY

SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLE I.

NAME



The name of this corporation is LEWALLEN MANAGEMENT COMPANY

PRINCIPAL OFFICE

ARTICLE II.

The principal office of this corporation and the mailing address of this corporation is 741 37th Avenue NE, St. Petersburg, FL 33704.

ARTICLE III.

DURATION; EFFECTIVE DATE

This corporation shall exist perpetually, commencing as of August 10, 1998.

ARTICLE IV.

<u>PURPOSES</u>

This corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

ARTICLE V.

CAPITAL STOCK

This corporation shall be authorized to issue two classes of stock: Class A Voting Common and Class B Non-Voting Common. Said classes of stock shall be identical in all respects except that shareholders owning Class B Non-Voting Common stock shall have no voting rights of any kind or nature whatsoever. The par value and authorized issue of such classes of stock are as follows:

	PAR VALUE	AUTHORIZED SHARES
Class A Voting Common	\$.01 per share	100 shares
Class B Non-Voting Common	\$.01 per share	9,900 shares

ARTICLE VI.

REGISTERED OFFICE AND REGISTERED AGENT

The name of the initial Registered Agent of this corporation and the street address of the initial Registered Office are James E. Lewallen, 17202 Lakeshore Road, Lutz, FL 33549.

ARTICLE VII.

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws, but shall never be less than one (1). The name and address of the initial director of this

corporation is James E. Lewallen, 17202 Lakeshore Road, Lutz, FL 33549.

ARTICLE VIII.

INCORPORATOR

The name and address of the person signing these Articles of Incorporation are Holger D. Gleim, 150 Second Avenue North, Suite 1100, St. Petersburg, Florida 33701.

ARTICLE IX.

<u>AMENDMENT</u>

This corporation reserves the right to amend or 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.

ARTICLE X.

BYLAWS

The initial Bylaws shall be adopted by the Board of Directors.

The power to alter, amend, or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE XI.

INFORMAL SHAREHOLDER ACTION

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.0704 and the Bylaws.

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation this 10^{-10} day of August, 1998.

Holger D. Gleim

INCORPORATOR

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT ACKNOWLEDGMENT OF REGISTERED AGENT

Pursuant to Section 607.0501, Florida Statutes, I agree to act in the capacity of Registered Agent for the above corporation and will comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations of 607.0505, Florida Statutes/

Dated this 10th day of August, 1998.

JAMES E. LEWALLEN

130006