

P98000070123

WILLIAM A. HARMENING

ATTORNEY AT LAW

TELEPHONE: (407) 843-6355

TELECOPIER: (407) 843-8722

MAILING ADDRESS:

POST OFFICE BOX 541539
ORLANDO, FLORIDA 32854-1539

August 6, 1998

OFFICE ADDRESS:
(NOT FOR MAILING)

EFFECTIVE DATE
8/6/98

~~XXXXXXXXXXXXXXXXXXXX~~
~~XXXXXXXXXXXXXXXXXXXX~~

100 West Livingston Street
Orlando, Florida 32801

VIA FEDERAL EXPRESS

Corporate Records Division
Division of Corporations
Florida Department of State
409 East Gaines Street
Tallahassee, Florida 32399

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-08/07/98--01052--006

****122.50 ****122.50

Re: Pendryvillas, Incorporated

Dear Sir or Madam:

Enclosed please find original and one (1) copy of articles of incorporation and original certificate designating resident agent regarding the above referenced corporation together with our check in the amount of \$122.50 to cover the filing fee.

It would be sincerely appreciated if you would return a certified copy of the articles of incorporation to our office after filing.

Very truly yours,


WILLIAM A. HARMENING

WAH:nc
Enclosures

FILED
98 AUG -7 AM 9:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. SMITH AUG 12 1998

FILED
98 AUG -7 AM 9:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED

8/6/98

ARTICLES OF INCORPORATION
OF
PENDRYVILLAS, INCORPORATED

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contact and hereby form a corporation under the laws of the State of Florida.

ARTICLE I - NAME OF CORPORATION

The name of the corporation is PENDRYVILLAS, INCORPORATED.

ARTICLE II - NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is:

- a. To engage in any activity or business permitted under the laws of the State of Florida and the United States of America; and
- b. To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services of every class, kind and description; except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery

company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition; and,

c. To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses, in the State of Florida and in all other states and countries. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required; and

d. To purchase the corporate assets of any other corporation and engage in the same or other character of business. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida, or any other state or government, and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares

at \$1.00 par value.

The consideration to be paid for each share shall be in money, property or services and the amount shall be fixed by the Board of Directors.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this corporation will begin business is One Thousand and 00/100 Dollars (\$1,000.00).

ARTICLE V - EFFECTIVE TIME AND DATE OF COMMENCEMENT

Pursuant to Section 607.0203, Florida Statutes, the effective date of incorporation is to be at 5:00 P.M. on August 6, 1998.

ARTICLE VI - TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE VII - ADDRESS

The initial street and post office address of the principal office of the corporation is 100 West Livingston Street, Post Office Box 541539, Orlando, Florida 32854-1539. The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 100 West Livingston Street, Orlando, Florida 32801, and the name of the initial registered agent of the corporation at that address is WILLIAM A. HARMENING.

ARTICLE IX - INITIAL BOARD OF DIRECTORS

This corporation shall have four (4) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one. The name and address of the initial directors of this corporation are:

WILLIAM A. HARMENING	REGINA D. HOWARD
100 West Livingston Street	24 Albury Stone Circle
Orlando, Florida 32801	Nashua, New Hampshire 03063

ROGER A. PIERCE	SUE B. LEWIS
1122 Coddington Road	70 Coffee Pot Rock Road
Ithaca, New York 14850	Sedona, Arizona 86351

ARTICLE X - INCORPORATOR

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

WILLIAM A. HARMENING
100 West Livingston Street
Orlando, Florida 32801

ARTICLE XI - AMENDMENT

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 XII - SUBSCRIBER

The name and the post office address of the subscriber to the Articles of Incorporation, the number of shares of stock which he agrees to take, and the value of the consideration therefor, is:

WILLIAM A. HARMENING
100 West Livingston Street
Orlando, Florida 32801

100 shares at \$1.00 per share

ARTICLE XIII - PRE-EMPTIVE RIGHTS

Every stockholder, upon the sale for cash of any new stock of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others, which price, in the case of par value shares, may be in excess of par.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 6th day of August, 1998.


WILLIAM A. HARMENING

STATE OF FLORIDA

COUNTY OF ORANGE

BEFORE ME, the undersigned authority, personally appeared WILLIAM A. HARMENING, who is to me personally well known and does not require identification, to be the person described in and who subscribed the above articles of incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Orlando, Orange County, Florida, this 6th day of August, 1998.


NOTARY PUBLIC

MY COMMISSION EXPIRES:



Nancy L. Carrier
MY COMMISSION # CC717072 EXPIRES
March 6, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

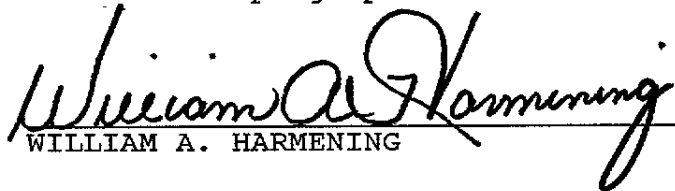
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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuant of Chapter 607.0501, Florida Statutes, following is submitted, in compliance with said act.

FIRST---PENDRYVILLAS, INCORPORATED, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at 100 West Livingston Street, Post Office Box 541539, City of Orlando, County of Orange, State of Florida, has named WILLIAM A. HARMENING OF 100 West Livingston Street, Orlando, Florida 32801, County of Orange, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

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


WILLIAM A. HARMENING

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, personally appeared

WILLIAM A. HARMENING, who is to me personally well known and does not require identification, to be the person described in and who subscribed the above articles of incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Orlando, Orange County, Florida, this 6th day of August, 1998.



NOTARY PUBLIC

MY COMMISSION EXPIRES:



Nancy L. Carrier
MY COMMISSION # CC717072 EXPIRES
-- March 6, 2002
BONDED THRU TROY FAIR INSURANCE, INC.