

NEIL G. PAULSON, SR.  
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· Personal Injury  
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P98 000080783  
September 9, 1998

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

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-09/14/98--01078--008  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Incorporation of Garden Terrace, Inc.

Dear Sir/Madam:

Enclosed please find our firm's check in the amount of \$70.00 and the original and one (1) copy of The Articles of Incorporation regarding Garden Terrace, Inc., Please file this and return a conformed (stamped) copy of The Articles of Incorporation in the enclosed envelope.

Very truly yours,



Neil G. Paulson, Sr.

NGP/dm  
Enclosures

FILED  
98 SEP 14 PM 4:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SD  
9/17

**ARTICLES OF INCORPORATION**  
**OF**  
**GARDEN TERRACE, INC.**

**FILED**  
98 SEP 14 PM 4:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned natural persons, each of whom is licensed or otherwise legally authorized to practice any and all legal acts in the State of Florida, hereby associate itself with the intention of forming a professional corporation in accordance with Chapter 607 of the Florida Statutes, et. seq. and hereby adopt the following articles of incorporation:

ARTICLE I. NAME

The name of the corporation is GARDEN TERRACE, INC.

ARTICLE II. DURATION

The period of the corporation's duration shall be perpetual until dissolved on a vote of the shareholders as hereafter provided.

ARTICLE III. PURPOSE

The purpose of the corporation is for any and all legal purposes.

ARTICLE IV. CAPITAL STOCK

The total number of shares of capital stock which the corporation shall be authorized to issue is 500 shares. Such shares shall be of a single class of common stock, and shall have a par value of One Dollar (\$1.00).

#### ARTICLE V. CAPITALIZATION

The amount of capital with which the corporation will begin is not less than \$500.00.

#### ARTICLE VI. PRINCIPAL OFFICE

The address of the corporation's principal office is 1108 Lucerne Terrace, City of Orlando, County of Orange, State of Florida 32806. The name of the initial registered agent of the corporation, located at 390 North Orange Avenue, Suite 1830, Orlando, Florida 32801, is NEIL G. PAULSON, SR.

#### ARTICLE VII. CORPORATE POWERS

The corporation shall have all the rights and powers now or hereafter conferred on professional corporations by the laws of the State of Florida.

#### ARTICLE VIII. SUBSCRIBERS

The name and address of the person signing these articles of incorporation as a subscriber is:

NAME	ADDRESS:
RODERIC A. LACY	1108 Lucerne Terrace Orlando, Florida 32806

The initial directors shall hold office until their successors are elected and qualify as provided in the bylaws. Thereafter the terms of office of each director shall be one year and until the election and qualifications of a successor. The number of directors shall be the authorized number of directors until such number is changed by a bylaw duly adopted by the shareholders.

#### ARTICLE X. BYLAWS

The initial directors shall submit the proposed bylaws to the shareholders at a meeting to be held for that purpose not more than fifteen (15) days following the issuance of the Certificate of Incorporation. Following the adoption of the bylaws by the affirmative vote of three-fourths of the shareholders, the internal affairs of the corporation are to be regulated and managed in accordance with such bylaws.

#### ARTICLE XI. SUBCHAPTER "S" STATUS

It is the expressed intention of the corporation to qualify as and function as a Subchapter "S" corporation under the Internal Revenue Code.

#### ARTICLE XII. DISSOLUTION

The corporation may be dissolved at any time (1) by unanimous written consent of the shareholders; (2) on the affirmative vote of the holders of at least two-thirds of the outstanding shares of the corporation entitled to the vote thereon. On dissolution, the corporation property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by him.

IN WITNESS WHEREOF, the undersigned incorporator of this corporation, has executed these articles of incorporation this 11 day of September, 1998.

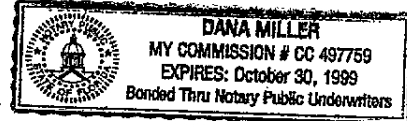
  
RODERIC A. LACY

STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this day of September, 1998,  
by RODERIC A. LACY who is personally known to me or has produced  
FL DRVR Lic as identification.

Dana Miller  
NOTARY PUBLIC, STATE OF FLORIDA AT LARGE  
My commission expires:



ACCEPTANCE OF DESIGNATION AS RESIDENT AGENT

The undersigned, having been named to accept service of process for GARDEN  
TERRACE, INC., at the place designated in the Articles of Incorporation of said corporation,  
hereby agrees to act in this capacity, and agrees to comply with the provisions of said Act  
relative to keeping open said office.

Neil G. Paulson  
RESIDENT AGENT NEIL G. PAULSON, SR.

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TALLAHASSEE, FLORIDA