

CHARTERED
ATTORNEYS AT LAW

756 BEACHLAND BOULEVARD VERO BEACH, FLORIDA 32963

> 561-231-4343 FAX: 561-234-5213

PLEASE REPLY TO:

POST OFFICE BOX 3686 VERO BEACH, FLORIDA 32964

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-11/09/98--01053--009 ****122.50 *****78.75

BRUCE D. BARKETT
CALVIN B. BROWN
WILLIAM W. CALDWELL
SUSAN A. CALISTRI
EDITH E. COLLINS
GEORGE G. COLLINS, JR.*
MICHAEL J. GARAVAGLIA
JOHN E. MOORE, JII**
BRADLEY W. ROSSWAY
LISA N. THOMPSON

November 5, 1998

*BOARD CERTIFIED REAL ESTATE LAWYER
**ALSO ADMITTED IN THE DISTRICT OF COLUMBIA

Department of State Division of Corporations Post Office Box 6327 Tallahassee, FL 32314

buscar Robert

Re: P & S P

P & S Properties of Florida, Inc.

Dear Sir or Madam:

With regard to the above, enclosed is original and one (1) copy of Articles of Incorporation and my firm's check in the amount of \$122.50, which represents the filing fee and certified copy fee.

Upon receipt and assignment of Charter Number, please return to William W. Caldwell, Esq., Post Office Box 3686, Vero Beach, Florida 32964.

If you have any questions or need additional information please call the undersigned at 561-231-4343. Thank you.

Very truly yours,

WILLIAM W. CALDWELL

For the Firm

/mjw Enclosures

cc/enc: Mr. John F. Swanson (Via Facsimile - 562-9615)

Mr. Donald C. Proctor (Via Facsimile - 234-3115)

Nichan Caldwell GAVE MUTHORIZATION BY PHONE TO CORRECT Change name

DATE 11/13

DOC. EXAM 1503

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SECRETARY OF STATE ARTICLES OF INCORPORATION OF CORPORATIONS

OF

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P & S Properties of Indian River, Inc.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation shall be P & S Properties of Indian River, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 5070 North A1A, Suite 205, Vero Beach, Florida 32963.

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are William W. Caldwell, 756 Beachland Boulevard, Vero Beach, Florida 32963.

ARTICLE V INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation are William W. Caldwell, Post Office Box 3686, Vero Beach, Florida 32964.

William W. Caldwell, Incorporator

November 4, 1998

Date

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.

William W. Caldwell, Registered Agent

November 4, 1998

Date