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JACK P. JAMES, III	LOUISE D. WILKINSON
MARK N. MILLER	
PATRICK J. MURPHY	A. H. LANE (RETIRED)

November 6, 1998

VIA FEDERAL EXPRESS

Division of Corporations
Florida Secretary of State
409 East Gaines Street
Tallahassee, Florida 32314

100002683471--2
-11/09/98-01110-010
*****78.75 *****78.75

Re: Citrus Creek, Inc.

Dear Sir or Madam:

EFFECTIVE DATE
11-5-98

Enclosed please find the original and one copy of Articles of Incorporation for a new Florida corporation to be known as Citrus Creek, Inc. Our search of the Secretary of State's On-Line Records indicate that the name Citrus Creek, Inc. should be available for a new Florida corporation. After examination, please file the original of the Articles and return the duplicate to the undersigned duly certified to show the date of filing.

Please note that corporate existence is to commence as of the date of the execution and acknowledgment of the Articles.

Also enclosed is this firm's check in the amount of \$78.75 to cover the following:

Filing Fee	\$70.00
Certified Copy Fee	\$ 8.75

If there are any questions concerning these Articles, I would appreciate your telephoning me collect at (941) 284-2213. Thanking you for your usual cooperation, I am

Yours very truly,

Robert J. Bertrand

RJB/mcd
Enclosures
xc: Citrus Creek, Inc.
Edith L. Yates, C.P.A.

FILED
98 NOV -9 PM 2:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P 11-5-98

NOV 13 1998

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LANE, TROHN, BERTRAND & VREELAND, P.A.

ARTICLES OF INCORPORATION
OF
CITRUS CREEK, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is CITRUS CREEK, INC.

EFFECTIVE DATE
11-5-98

ARTICLE II - PRINCIPAL OFFICE

The address of the principal office of this corporation is 2060 80 Foot Road, Bartow, Florida 33830, and the mailing address of this corporation is 2060 80 Foot Road, Bartow, Florida 33830.

ARTICLE III - DURATION

This corporation shall have perpetual existence, commencing on the date of execution and acknowledgement of these Articles.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of voting common stock having a par value of \$1.00 per share.

**ARTICLE VI - INITIAL REGISTERED OFFICE
AND REGISTERED AGENT**

The street address of the initial registered office of this corporation is 2060 80 Foot Road, Bartow, Florida 33830 and the name of the initial registered agent of this corporation at that office is W. Garvie Hall.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time in accordance with the Bylaws, but shall never be less than one (1). The names and addresses of the initial directors of the corporation are:

W. Garvie Hall
2060 80 Foot Road
Bartow, Florida 33830

Byram E. Dickes
100 South Wacker Drive
Suite 1140
Chicago, Illinois 60606

ARTICLE VIII - INCORPORATOR

The name and address of the Incorporator is:

Robert J. Bertrand, Esquire
Lane, Trohn, Bertrand & Vreeland, P.A.
One Lake Morton Drive
Post Office Box 3
Lakeland, Florida 33802-0003

ARTICLE IX - INDEMNIFICATION

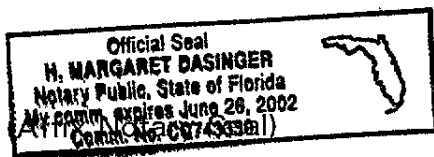
This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 5th day of November, 1998.


ROBERT J. BERTRAND, Incorporator

STATE OF FLORIDA
COUNTY OF POLK

The foregoing Articles of Incorporation were acknowledged before me this 5th
day of November, 1998, by Robert J. Bertrand, who is personally known to me and
who did not take an oath.



H. Margaret Dasinger
NOTARY PUBLIC, State of
Florida at Large
Print name: H. Margaret Dasinger
My commission expires: June 26, 2002

ACCEPTANCE OF REGISTERED AGENT

THE UNDERSIGNED, HAVING BEEN NAMED AS REGISTERED AGENT AND TO
ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE
PLACE DESIGNATED IN THE FOREGOING ARTICLES OF INCORPORATION, HEREBY
ACCEPTS THE APPOINTMENT AS SUCH REGISTERED AGENT AND AGREED TO ACT
IN THIS CAPACITY. THE UNDERSIGNED FURTHER AGREES TO COMPLY WITH THE
PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE
PERFORMANCE OF THE UNDERSIGNED'S DUTIES. THE UNDERSIGNED FURTHER
CERTIFIES THAT THE UNDERSIGNED IS FAMILIAR WITH AND ACCEPTS THE
OBLIGATIONS OF SUCH POSITION AS REGISTERED AGENT.

SIGNATURE:

W. Garvie Hall
W. GARVIE HALL

DATE: 11/5, 1998

FILED
98 NOV -9 PM 2:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA