

P980000106007

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Investment Properties
Trust, Inc.

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*****78.75 *****78.75

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DIVISION OF CORPORATION

Signature _____

Requested by: CEY

Name _____

Date 12/22

Time 10:17

Walk-In _____

Will Pick Up _____

☒ Art of Inc. File _____

____ LTD Partnership File _____

____ Foreign Corp. File _____

____ L.C. File _____

____ Fictitious Name File _____

____ Trade/Service Mark _____

____ Merger File _____

____ Art. of Amend. File _____

____ RA Resignation _____

____ Dissolution / Withdrawal _____

____ Annual Report / Reinstatement _____

☒ Cert. Copy _____

____ Photo Copy _____

____ Certificate of Good Standing _____

____ Certificate of Status _____

____ Certificate of Fictitious Name _____

____ Corp Record Search _____

____ Officer Search _____

____ Fictitious Search _____

____ Fictitious Owner Search _____

____ Vehicle Search _____

____ Driving Record _____

____ UCC 1 or 3 File _____

____ UCC 11 Search _____

____ UCC 11 Retrieval _____

____ Courier _____

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DIVISION OF CORPORATIONS
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**ARTICLES OF INCORPORATION
OF
INVESTMENT PROPERTIES TRUST, INC.
a Florida corporation**

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

1. **NAME:** The name of the corporation is INVESTMENT PROPERTIES TRUST, INC. The principal office of said Corporation shall be 4500 U.S. Highway 92 East, Lot #225, Lakeland, Florida 33801, and the mailing address of said Corporation shall be the same.

2. **DURATION:** The period of its duration is perpetual.

3. **PURPOSE:** The purpose of the corporation is to engage in any activities or business permitted under the laws of the United States and Florida.

4. **CAPITAL STOCK:** The corporation is authorized to issue 100,000 shares, all of one class, at \$1.00 par value.

5. **INITIAL REGISTERED OFFICE AND AGENT:** The name and address of the initial registered agent and office of this corporation is as follows:

Byers P. Levy	4500 U.S. Highway 92 East Lot #225 Lakeland, Florida 33801
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6. **INITIAL BOARD OF DIRECTORS:** This corporation shall have eight (8) directors initially. The number of directors may either be increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than three (3).

The name and address of the initial directors of this corporation are:

Michael Wnek	526 Hillside Drive Auburndale, Florida 33823
Byers Levy	4429 Arlington Park Drive Lakeland, Florida 33801
Marvin Knapp	2003 Shoreland Drive Auburndale, Florida 33823
Randall Knapp	17 Casarena Court Winter Haven, Florida 33881

Gerald W. Duke, Jr.

**18420 N.W. 78th Avenue
Miami, Florida 33015**

Danny Duke

**2530 N.W. 174th Street
Miami, Florida 33015**

John L. Maire, Jr.

**13105 Coronado Lane
Miami, Florida 33181**

Jere Carrick

**140 Lost Lakes Drive
Cocoa, Florida 32926**

7. INITIAL OFFICERS: The initial officers of this corporation are:

President:

Byers Levy

Vice President:

Michael Wnek

Vice President:

Marvin Knapp

Vice President:

Gerald W. Duke, Jr.

Vice President:

Danny Duke

Vice President:

John L. Maire, Jr.

Vice President:

Jere Carrick

Secretary/Treasurer:

Randall Knapp

8. INCORPORATOR: The name and address of the Incorporator signing these Articles of Incorporation is:

Randall Knapp

**17 Casarena Court
Winter Haven, Florida 33881**

9. CUMULATIVE VOTING: In any election of directors by the shareholders, each shareholder of record shall have the right to cumulate his shares and to give one candidate as many votes as the number of directors to be elected multiplied by the number of shares equals, or to distribute them on the same principle among as many candidates as he sees fit, provided however, that notice shall be given by any shareholder to the President or a Vice President of the corporation not less than twenty-four (24) hours before the time fixed for the holding of the meeting for the election of directors that he intends to cumulate his votes at such election. This right to vote cumulatively shall not be further restricted or qualified by any provision in the bylaws of this corporation.


10. PRE-EMPTIVE RIGHTS: Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be

issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares.

This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares pre-empted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his pre-emptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

11. AMENDMENT OF ARTICLES: This corporation reserves the right to amend or appeal any provisions in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 21st day of December, 1998.


RANDALL KNAPP
Incorporator

STATE OF FLORIDA
COUNTY OF POLK

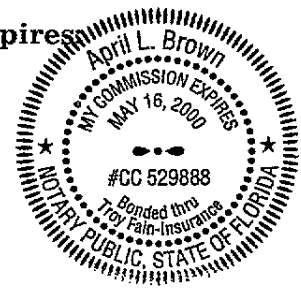
BEFORE ME, the undersigned authority, personally appeared RANDALL KNAPP, known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged to me that he executed such instrument.

IN WITNESS WHEREOF, I hereunto set my hand and official seal this 21st day of December, 1998.


NOTARY PUBLIC, STATE OF
FLORIDA

(SEAL)

My Commission Expires



ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated Corporation at the place designated above, I hereby agree to act in this capacity and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



BYERS LEVY
Registered Agent

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DIVISION OF CORPORATIONS