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526 East Park Avenue
Tallahassee, FL 32301
(850) 681-6528

98 DEC 28 PM 2:2

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED HOLD

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UCC SERVICES

OFFICE USE ONLY (Document #)

711648

EFFECTIVE DATE

1-1-99

CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known)

Pinebrook - Park Place vInc.

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12/28/98-01083-015
*****70.00 *****70.00

- Walk In
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RUSH

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- Certified Copy
- Certificate of Status
- Certificate of Good Standing
- ARTICLES ONLY
- ALL CHARTER DOCS

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

- Certificate of FICTITIOUS NAME
- FICTITIOUS NAME SEARCH

- CORP SEARCH

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Ordered By: _____

Date: _____

P. Hall

DEC 28 1998
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ARTICLES OF INCORPORATION
OF
PINEBROOK-PARK PLACE, INC.

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I.

NAME

The name of this corporation is PINEBROOK-PARK PLACE, INC.

ARTICLE II.

PRINCIPAL OFFICE

EFFECTIVE DATE

1-1-99

The principal office of this corporation and the mailing address of this corporation is 29656 U.S. 19 North, Suite 100, Clearwater, Florida 33761.

ARTICLE III.

DURATION; EFFECTIVE DATE

This corporation shall exist perpetually, commencing as of January 1, 1999.

ARTICLE IV.

PURPOSES

This corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

ARTICLE V.

CAPITAL STOCK

This corporation is authorized to issue Ten Thousand (10,000) shares of One Dollar (\$1.00) par value common stock.

ARTICLE VI.

REGISTERED OFFICE AND REGISTERED AGENT

The name of the initial Registered Agent of this corporation and the street address of the initial Registered Office are MICHAEL GENTILE, 29656 U.S. 19 North, Suite 100, Clearwater, Florida 33761.

ARTICLE VII.
INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws, but shall never be less than one (1). The name and address of the initial director of this corporation are as follows: CARL A. MINIERI, 29656 U.S. 19 North, Suite 100, Clearwater, Florida 33761.

ARTICLE VIII.
INCORPORATOR

The name and address of the person signing these Articles of Incorporation are SUSAN W. CARLSON, 150 Second Avenue North, Suite 1100, St. Petersburg, Florida 33701.

ARTICLE IX.
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.

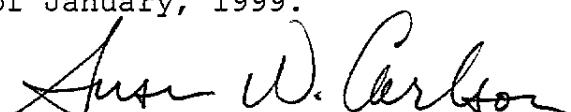
ARTICLE X.
BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE XI.
INFORMAL SHAREHOLDER ACTION

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.0704 and the Bylaws.

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation as of the 1st day of January, 1999.



SUSAN W. CARLSON
INCORPORATOR

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ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

ACKNOWLEDGMENT OF REGISTERED AGENT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.0501, Florida Statutes, I agree to act in the capacity of Registered Agent for the above corporation and will comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations of 607.0505, Florida Statutes.

Dated as of the 1st day of January, 1999.


MICHAEL GENTILE

REGISTERED AGENT

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