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CONTACT: ~~LISA A LANIUS~~ MARCI SHAFFER  
PHONE: (954)761-2910 FAX #: (954)764-4996

NAME: OSPREY COVE FLORIDA, INC.  
AUDIT NUMBER.....H98000024109  
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.  
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**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

December 28, 1998

RUDEN, MCCLOSKEY, SMITH

SUBJECT: OSPREY COVE FLORIDA, INC.  
REF: W98000028918

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
OSPREY COVE FLORIDA, INC.**

The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

**ARTICLE I  
NAME OF CORPORATION**

The name of the corporation is Osprey Cove Florida, Inc. (hereinafter the "Corporation").

**ARTICLE II  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and the mailing address of the Corporation is 222 Lakeview Ave., Suite 800, West Palm Beach, Florida 33401.

**ARTICLE III  
AUTHORIZED SHARES**

The total number of shares which the Corporation is authorized to issue is 10,000 shares of Common Stock, par value \$.01 per share.

**ARTICLE IV  
ADDRESS OF REGISTERED OFFICE IN THIS STATE**

The street address of the initial registered office of the Corporation in the State of Florida is 222 Lakeview Ave., Suite 800, West Palm Beach, Florida 33401 and the initial registered agent of the Corporation at such address is Marvin Rosen.

Prepared by: Michael H. Krul, Esq.  
FL Bar #0196954  
Ruden McClosky, Et al.  
P.O. Box 1900  
Ft. Lauderdale, FL 33301  
(954) 764-6660

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**ARTICLE V  
INCORPORATOR**

The name and address of the incorporator are:

<u>Name</u>	<u>Address</u>
Marvin Rosen	222 Lakeview Ave., Suite 800 West Palm Beach, FL 33401

**ARTICLE VI  
PURPOSE**

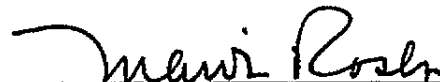
The nature of the business or purposes to be conducted or promoted is to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 21<sup>st</sup> day of December, 1998.

  
\_\_\_\_\_  
Marvin Rosen  
Incorporator

**ACCEPTANCE OF APPOINTMENT AS  
REGISTERED AGENT**

THE UNDERSIGNED, named as the registered agent in Article IV of these Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under, the Florida Business Corporation Act, including specifically Section 607.0505.

  
\_\_\_\_\_  
Marvin Rosen  
Registered Agent

Prepared by: Michael H. Krul, Esq.  
FL Bar #0196954  
Ruden McClosky, Et al.  
P.O. Box 1900  
Ft. Lauderdale, FL 33301  
(954) 764-6660

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