

ACCOUNT NO.: 072100000032

REFERENCE: 097714

4325819

AUTHORIZATION :

COST LIMIT :

ORDER DATE: January 13, 1999

ORDER TIME : 11:09 AM

ORDER NO. : 097714-005

CUSTOMER NO: 4325819

CUSTOMER: Mr. John F. Martin

AMER CUNNINGHAM BRENNAN CO., AMER CUNNINGHAM BRENNAN CO., Sixth Floor, Key Building

159 S. Main St. Akron, OH 44308

DOMESTIC FILING

NAME:

GREEN HERON DEVELOPMENT CO.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

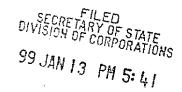
_ PLAIN STAMPED COPY

_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS:

600002739796--1



ARTICLES OF INCORPORATION OF GREEN HERON DEVELOPMENT CO.

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:

Green Heron Development Co.

ARTICLE II - Principal Office

The principal place of business and mailing address of the corporation shall be 600 Key Building, 159 South Main Street, Akron, Ohio 44308-1322.

ARTICLE III - Shares

The number of shares which the corporation is authorized to have outstanding at any one time is one thousand (1,000) shares, all of which shall be common stock without par value.

ARTICLE IV - Initial Registered Agent and Street Address

The name and Florida street address of the initial registered agent are:

Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301

ARTICLE V - Incorporator

The name and address of the Incorporator to these Articles of Incorporation are:

John F. Martin 600 Key Building 159 South Main Street Akron, Ohio 44308-1322

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 12th day of January, 1999.

John F. Martin, Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent to accept service of process for the above-stated corporation at the place designated in this Certificate, Corporation Service Company hereby accepts the appointment as registered agent and agree to act as in this capacity. Corporation Service Company further agrees to comply with the provisions of the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, said registered agent has caused this Acceptance to be executed this 13th day of January, 1999.

CORPORATION SERVICE COMPANY

Name:

Corporation Service Company Title:

1100art.greenheron