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January 18, 1999

BY FEDERAL EXPRESS AIRBILL NO. 800919835803

ATTENTION: FLORIDA FILINGS
Secretary of State
Division of Corporations
409 E. Gaines St.
Tallahassee, Florida 32399

100002746261--2
-01/19/99--01097--012
*****78.75 *****78.75

Re: Lake Jessup Bay, Inc.
Articles of Incorporation

To whom it may concern:

In connection with the foregoing, enclosed herewith are the following:

1. Original Articles of Incorporation and designation and acceptance of registered agent for Lake Jessup Bay, Inc. for filing;

2. Copy of Articles of Incorporation and designation and acceptance of registered agent for Lake Jessup Bay, Inc. to be time-stamped and returned to me in the enclosed stamped, self-addressed envelope;

3. My Trust Account check number 5179 in the amount of $78.75 for the filing fee and a certificate of status on the above corporation;

and

4. Stamped, self-addressed envelope.

Please call with any questions regarding this matter. Thank you for your cooperation and assistance.

Very truly yours,

Allan C. Draves

FILED
99 JAN 19 AM 9:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACD/cgf
Encls.

pc: Mr. Joel Martin

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B. BROCK JAN 2 2 1999

ARTICLES OF INCORPORATION

OF

LAKE JESSUP BAY, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person, hereby forms this corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation is Lake Jessup Bay, Inc.

ARTICLE II

ADDRESS

The street address of the corporation's initial principal office is 2356 Black Hammock Road, Oviedo, Florida 32765.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock. Each share shall have a par value of $.10 per share.

ARTICLE IV

NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida or of any other state, county, territory or nation.

ARTICLE V

SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish compliance.

ARTICLE VI

REGISTERED OFFICE/AGENT

The street address of the initial registered office of the corporation shall be 2356 Black Hammock Road, Oviedo, Florida 32765 and the name of the initial Registered Agent for the corporation is Joel Martin.

ARTICLE VII

TERM OF EXISTENCE

The corporation shall exist perpetually.

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99 JAN 19 AM 9:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VIII

LIMITATION OF LIABILITY

Each director, shareholder and officer, in consideration for his or her services, and in the absence of fraud or willful wrongdoing, shall be indemnified, whether then in office or not, for any and all reasonable costs or expenses incurred by him or her in connection with the defense of, or for advice concerning, any claim asserted or proceeding brought against him or her by reason of his or her being or having been a director, shareholder or officer of the corporation, to the maximum extent permitted by law. The foregoing right of indemnification shall be in addition to any other rights to which any director, shareholder or officer may be entitled as a matter of law.

ARTICLE IX

DIRECTORS

This corporation shall have a minimum of one director.

ARTICLE X

INCORPORATOR

The name and address of the Incorporator are:

Joel Martin
2356 Black Hammock Road
Oviedo, Florida 32765

IN WITNESS WHEREOF, the undersigned has hereunto set his hand this 18th day of January, 1999.

INCORPORATOR:

STATE OF FLORIDA
COUNTY OF ORANGE

Execution of the foregoing instrument was acknowledged before me this 18th day of January, 1999 by Joel Martin, who is personally known to me OR who produced PC/CH M635-420-48-458 as identification and who did/did not take an oath.

Notary Public

Sign: Rhonda L. Osborne
Print:

My Commission expires:

STATE OF FLORIDA NOTARY PUBLIC
RHONDA L. OSBORNE
My Comm Exp. 9/28/2000
No. CC 574364
[ ] Personally Known [ ] Other I.D.

{SEAL}

DESIGNATION OF AND ACCEPTANCE
BY REGISTERED AGENT

The following is submitted in compliance with the laws of the State of Florida.

Lake Jessup Bay, Inc., a corporation organized under the laws of the State of Florida, with its principal office located at 2356 Black Hammock Road, Oviedo, Florida 32765, has named Joel Martin, whose address is 2356 Black Hammock Road, Oviedo, Florida 32765, as its Registered Agent to accept service of process within this State.

ACCEPTANCE

I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law. I further state that I am familiar with and accept the duties and responsibilities as registered agent for said corporation.

REGISTERED AGENT

Joel Martin

STATE OF FLORIDA
COUNTY OF ORANGE

Execution of the foregoing instrument was acknowledged before me this 18th day of January, 1999 by Joel Martin, who is personally known to me OR who produced FL D/C M635-420-48-458-9 as identification and who did/did not take an oath.

Notary Public

Sign: Rhonda L. Osborne
Print:

My Commission expires:

STATE OF FLORIDA NOTARY PUBLIC (SEAL)
RHONDA L. OSBORNE
My Comm Exp. 9/28/2000
No. CC 574364
[ ] Personally Known [ ] Other I.D.

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99 JAN 19 AM 9:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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