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MOLLOY & JAMES

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JUDITH L. JAMES

DANIEL L. MOLLOY

March 2, 1999

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Re: Neighborhood Management Associates, Inc.

500002803775--7
-03/12/99--01038--002
*****78.75 *****78.75

Dear Sirs:

Enclosed please find an original and one copy of the Articles of Incorporation for Neighborhood Management Associates, Inc. along with our check in the amount of \$78.75 representing the fee for filing and a certified copy. Please return the copy via U.S. Mail to:

Molloy & James
325 South Boulevard
Tampa, Florida 33606

Thank you for your attention to this matter; and if you have any questions do not hesitate to contact us.

Sincerely,



Joan Roman

JLJ/jr/05
cr030299

Enclosures

Dmc
3/12/99

FILED
99 MAR -8 AM 9:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

NEIGHBORHOOD MANAGEMENT ASSOCIATES, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

NEIGHBORHOOD MANAGEMENT ASSOCIATES, INC.

The address of the principal office of this corporation shall be 1416 Concord Street East, Orlando, Florida 32803, and the mailing address of the corporation shall be P. O. Box 531010, Orlando, Florida 32853-1010.

ARTICLE II. NATURE OF BUSINESS

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

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock at \$1 par value per share.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 1416 Concord Street East, Orlando, Florida 32803, and the name of the initial registered agent of the corporation at that address is Jack B. Hanson.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Jack B. Hanson
1416 Concord Street East
Orlando, Florida 32803

IN WITNESS WHEREOF, the undersigned has hereunto set his hand on this 26 day
of Feb, 1999.

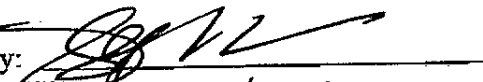
By: 
Jack B. Hanson

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Neighborhood Management Associates, Inc., desiring to organize under the laws of the State of Florida, with its principal place of business identical with the registered office at 1416 Concord Street East, Orlando, Florida 32803, County of Orange, State of Florida has named Jack B. Hanson, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: 
DATED: 2/26/99