

P99000076486

PINEHURST PROPERTIES, INC.

607 West Bay Street

Tampa, FL 33606

8/23 - waiting on check

727-441-3241

August 16, 1999

Division of Corporations
409 East Gaines Street
Tallahassee, Fl 32399

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-08/26/99-01001-006
*****78.75 *****78.75

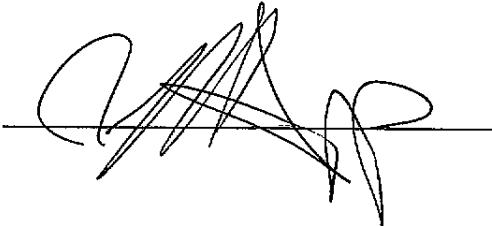
Gentlemen,

Please find enclosed the Articles of Incorporation for

PINEHURST PROPERTIES, INC.

I have included the original and a copy of the Articles and a check in the amount of \$122.50 for the basic filing and a certified copy.

Sincerely yours,



FILED
99 AUG 23 PM 3:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

K. Rolfe
AUG 26 1999

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99 AUG 23 PM 3:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

PINEHURST PROPERTIES, Inc.

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

ARTICLE I. NAME

The name of this corporation shall be:

PINEHURST PROPERTIES, Inc.

the principle place of business of this corporation shall be
607 West Bay St., Tampa, Fl 33606

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 7,500 shares of common stock having \$1 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 607 West Bay St., Tampa, Florida 33606, and the name of the initial registered agent at said address is Andrew Hupp.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. SPECIAL PROVISION

It is the intent of the incorporator that the corporation may qualify as an S corporation under the Internal Revenue Code. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE VII. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Andrew Hupp
Dir/Pres/Sec/Treas

745 Bay Esplanade
Clearwater, FL 33629

ARTICLE VIII. INCORPORATOR

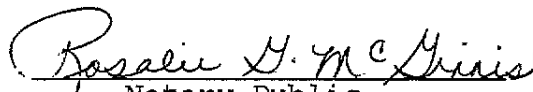
The name and street address of the incorporator to these
Articles of Incorporation is as follows: Andrew Hupp, 607 West
Bay St., Tampa, Florida 33606.

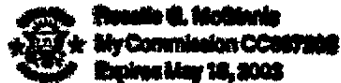
STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

Before me, the undersigned authority, personally appeared
ANDREW HUPP, who is to me known to be the person described in
and who executed the foregoing Articles of Incorporation as
Incorporator, and he acknowledged to and before me that he executed
the same for the uses and purposes therein mentioned and set forth.

In Witness Whereof, I have unto set my hand and seal at
Tampa, in said County and State, This 16th day of August 1999.


Notary Public
My Commission Expires



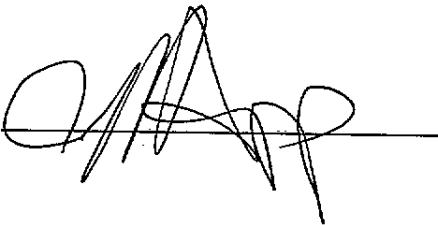
CERTIFICATE OF REGISTERED AGENT

In Compliance with Section 48.091 and 607.034 of the Florida Statutes, the following is submitted:

The PINEHURST PROPERTIES, INC. desiring to qualify under the laws of the State of Florida, with its principal place of business in the City of Tampa, State of Florida, has Named ANDREW HUPP, 607 West Bay St., Tampa, Florida 33606, as its Registered Agent to accept service of process within the State of Florida.

August 16, 1999

By:

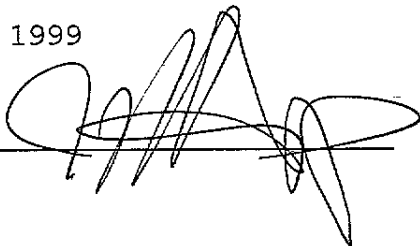
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ANDREW HUPP
Subscriber

Having been named to accept service of process for the above state corporation at the place designated above, I HEREBY AGREE TO ACT in this capacity and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties..

August 16, 1999

By: _____

A handwritten signature in black ink, appearing to be 'Andrew Hupp', written over a horizontal line.

ANDREW HUPP
Registered Agent

FILED
99 AUG 23 PM 3:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA