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FEDERAL EXPRESS

CORPORATE RECORDS BUREAU

Division of Corporations
Florida Department of State
409 East Gaines Street
Tallahassee, Florida 32314

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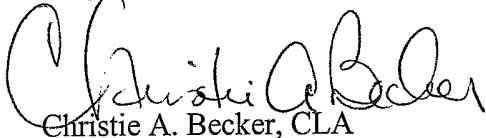
Re: SAWGRASS BEND, INC.

Dear Sir or Madame:

Please find enclosed the original Articles of Incorporation for the above referenced corporation. Kindly provide me with a certified copy of the Articles of Incorporation, along with a Certificate of Good Standing. Our check in the amount of \$87.50 is enclosed. I have also enclosed a completed Federal Express ticket and package and would request that you return these two items to me by Federal Express as these documents are needed for a closing on Monday, August 30th.

Thank you for your prompt attention to this matter.

Very truly yours,

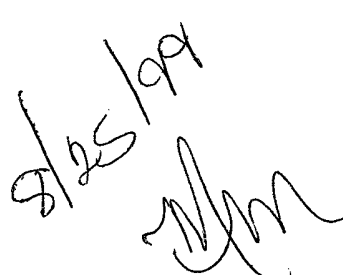


Christie A. Becker, CLA
Certified Legal Assistant
MAY, MEACHAM & DAVELL, P.A.

/cab

cc: David A. Rustine

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8/25/99


**ARTICLES OF INCORPORATION
OF**

SAWGRASS BEND, INC.

Article I - Name and Address

The name of this corporation is:

SAWGRASS BEND, INC.

and the address of the corporation is:

**4770 NW 2nd Avenue
Suite #D
Boca Raton, FL 33431**

Article II - Duration

This corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation.

Article III - Purpose

This corporation is organized for the purpose of transacting any and all lawful business.

Article IV - Capital Stock

This corporation is authorized to issue One Hundred (100) shares of One Dollar (\$1.00) par value common stock.

Article V - Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is **4770 NW 2nd Avenue, Suite #D, Boca Raton, Florida, 33431**; and the name of the initial registered agent of this corporation at that address is **DAVID A. RUSTINE**.

Article VII - Initial Board of Directors

This corporation shall have one(1) Director initially. The number of Directors may be either increased or decreased from time to time by the By-Laws, but shall never be less than one (1).

The name(s) of the Director(s), their addresses and office to be held by each for the first year of existence of this Corporation or until their successors are elected and have qualified are:

Name	Address	Office
DAVID A. RUSTINE	4770 NW 2 Avenue Suite #D Boca Raton, FL 33431	President / Director

Article VIII - Incorporator

The name and address of the person signing these Articles of Incorporation (Incorporator and Subscriber) is:

DAVID A. RUSTINE, 4770 NW 2 Avenue, Suite #D, Boca Raton, Florida, 33431, and the number of shares of stock to which the subscriber agrees to take is: **One Hundred (100)**

Article IX - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned Incorporator/Subscriber has executed these Articles of Incorporation this 23 day of August, 1999.

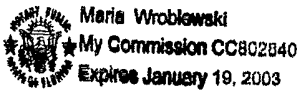

DAVID A. RUSTINE


STATE OF FLORIDA :

§
COUNTY OF BROWARD :

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared **DAVID A. RUSTINE**, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid this 23 day of August, 1999.





Notary Public
My commission expires:

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of **SAWGRASS BEND, INC.**, which is contained in the foregoing Articles of Incorporation.

DATED this 23 day of August, 1999.


DAVID A. RUSTINE
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA