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Peter Makris
2110 Drew Street
Clearwater, FL 33765

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*****70.00 *****70.00

11/2/99

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


Gentlemen:

I am enclosing the Articles of Incorporation and the Certificate Designating Registered Agent / Registered Office. Also enclosed are the applicable fees for the Department of State. Please file the Articles of Incorporation as soon as possible and return the articles back to the address below:

Peter Makris
2110 Drew Street
Clearwater, FL 33765

If there are any questions, or you are having problems filing the Articles, please call me at (727) 446-0000.

Very Truly Yours,



Peter Makris

FILED
99 NOV -5 AM 9:06
SECRETARY OF STATE
TALLAHASSEE, FL 32314

11-8
WCC

ARTICLES OF INCORPORATION

OF

NATIONS PROPERTIES, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation shall be:

NATIONS PROPERTIES, INC.

The principal place of business of this corporation shall be:

2097 SWAN LANE, SAFETY HARBOR, FL 34695.

The mailing address of this corporation shall be: 2097 SWAN LANE, SAFETY HARBOR, FL 34695.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in or transact any or all-lawful activities of 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 that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock has \$1.00 per value per share.

ARTICLE IV. TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE V. OFFICERS DIRECTORS

This corporation is to have two directors and two officers initially. The name and street addresses of the initial directors and officers who shall hold office for the first year of the corporation's existence, or until their successors are elected or appointed are:

***Ron Meyer
President***

***405 S. Lake Drive
Clearwater, FL 33755***

***Dori A. Lindsley
Vice President***

***2097 Swan Lane
Safety Harbor, FL 34695***

ARTICLE VI. INCORPORATOR

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

Dori A. Lindsley

***2097 Swan Lane
Safety Harbor, FL 34695***

IN WITNESS WHEREOF, the under signed incorporator has executed these
Articles of Incorporation this 3rd day of NOVEMBER, 1999.

Signature of Incorporator

Dori A. Lindsley
Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

THE FOREGOING instrument was acknowledge and sworn to before me
this 3rd day of NOVEMBER, 1999, by DORI A. LINDSLEY
of NATIONS PROPERTIES, INC.

Notary Public

[Signature]



Peter Makris
Commission # CC 748026
Expires June 7, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.

CERTIFICATE DESIGNATING

REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provision of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office / registered agent, in the State of Florida .

1. The name of the corporation is:

NATIONS PROPERTIES, INC.

2. The name and address of the registered agent and office is:

Name: DORI A. LINDSLEY

Address: 2097 SWAN LANE

City: SAFETY HARBOR STATE: FLORIDA ZIP-CODE: 34695

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99 NOV -5 AM 9:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SIGNATURE: Dori A. Lindsley

TITLE: VICE-PRESIDENT

DATE: 11/3/99

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE: Dori A. Lindsley

DATE: 11/3/99