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Florida Department of State

Division of Corporations

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To:

Division of Corporations

Fax Number : (850)922-4001

From:

Account Name : ACE INDUSTRIES, INC.

Account Number : 070744001530

Phone : (305)358-2571

Fax Number : (305)358-7832

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STATE DEPT OF STATE
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FLORIDA PROFIT CORPORATION OR P.A.**CITY DWELLERS INC.**

Certificate of Status	0
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H99-32537

ARTICLES OF INCORPORATION

Article 1: Name of Corporation: CITY DWELLERS INC.

Address of Corporation: 1001 E. MARKS STREET

ORLANDO, FLORIDA 32803

Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 100 , with a par value of OMIT .
(PAR VALUE IS NOT REQUIRED).

Article 3: REGISTERED AGENT: LORAIN C. LEITHISER

REGISTERED OFFICE: 1001 E. MARKS STREET

ORLANDO, FLORIDA 32803

* I am familiar with and hereby accept the duties and responsibilities as Registered Agent for said corporation.

12 / 21 / 99
Date



Signature of Registered Agent

Article 4: The Board of Directors are: (Board of Directors is NOT REQUIRED).

First listed is President, second is Vice President, then Secretary/Treasurer.

1. LORAIN C. LEITHISER, 1001 E. MARKS STREET, ORLANDO, FLORIDA 32803

2. LORAIN C. LEITHISER, 1001 E. MARKS STREET, ORLANDO, FLORIDA 32803

3. LORAIN C. LEITHISER, 1001 E. MARKS STREET, ORLANDO, FLORIDA 32803

Article 5: The NAME and ADDRESS of the INCORPORATOR is:

LORAIN C. LEITHISER

1001 E. MARKS STREET

ORLANDO, FLORIDA 32803

In witness whereof, I have subscribed my name:



Signature of Incorporator

H99-32537

Prepared by: Ace Industries, Inc., 54 NW 11th Street, Miami, FL 33136, (305) 358-2571

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CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA