

P 99000110326

December 13, 1999

FILED
99 DEC 20 AM 7:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Office of the Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-12/20/99--01042--012
*****122.50 *****78.75

IN RE: CEDAR BAY MANAGEMENT, INC.

Dear Sir:

Enclosed please find the original and one copy of the Articles of Incorporation, which includes the designation of registered agent, together with my check in the amount of \$122.50 for filing same.

Thank you for your usual prompt attention to these matters.

Please return letter of acknowledgment to:

CEDAR BAY MANAGEMENT, INC.

733 CEDAR BAY ROAD

JACKSONVILLE, FLORIDA 32218


WALTER J. HARTLEY, JR.

Enclosures: Three

F. CHESLER

DEC 23 1999

ARTICLES OF INCORPORATION
OF
CEDAR BAY MANAGEMENT, INC.

The undersigned, acting as the incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

NAME: The name of the Corporation is:

CEDAR BAY MANAGEMENT, INC.

ADDRESS: The principle office address is:

733 CEDAR BAY ROAD
JACKSONVILLE, FLORIDA 32218

ARTICLE II

REGISTERED OFFICE:


733 CEDAR BAY ROAD
JACKSONVILLE, FLORIDA 32218

REGISTERED AGENT:

WALTER J. HARTLEY, JR.
733 CEDAR BAY ROAD
JACKSONVILLE, FLORIDA 32218

WRITTEN ACCEPTANCE BY REGISTERED AGENT:

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

 / Registered Agent
Walter J. Hartley, Jr. / Registered Agent

ARTICLE III

DURATION: The Corporation shall have perpetual existence.

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ARTICLE IV

PURPOSE: The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be now or hereafter organized under the laws of the State of Florida.

ARTICLE V

CAPITAL STOCK: The corporation is authorized to issue only one class of stock. The total number of shares authorized shall be 1200.

ARTICLE VI

BOARD OF DIRECTORS: The initial board of directors shall consist of one member. The name and mailing address of the person who is to serve as director is:

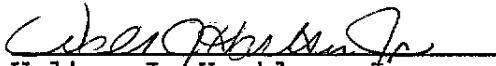
WALTER J. HARTLEY, JR.
733 CEDAR BAY ROAD
JACKSONVILLE, FLORIDA 32218

ARTICLE VII

INCORPORATOR: The name and address of the incorporator is:

WALTER J. HARTLEY, JR.
733 CEDAR BAY ROAD
JACKSONVILLE, FLORIDA 32218

The undersigned being the incorporators above named signs and acknowledges these Articles of Incorporation at Jacksonville, Florida on the 15 day of December, 1999.

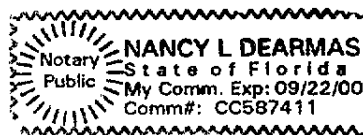

Walter J. Hartley, Jr.

STATE OF FLORIDA _____)
_____)
COUNTY OF DUVAL _____)

Before me, the undersigned authority, personally appeared
WALTER J. HARTLEY, JR., Who is to me well known to be the
person described in and who subscribed the above Articles
of Incorporation, and he did freely and voluntarily
acknowledge before me according to law that he made and
subscribed the same for the uses and purposes therein
mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my
official seal, at Jacksonville in said County and
State this 15TH day of December, 1999.

Nancy L. DeArmas
Notary Public
My Commission Expires: 9/22/2000



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