

PO00000061671
Gran Central Corporation

June 20, 2000

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

000003298860--2
-06/21/00--01051--006
*****70.00 *****70.00

RE: New Filing - Articles of Incorporation

To whom it may concern:

Enclosed for filing please find two (2) duplicate originals of Articles of Incorporation for Flagler Development Realty, Inc.

Also enclosed is a check for \$70.00 to cover the incorporation fees. Please return one (1) recorded original to me in the enclosed self-addressed Federal Express envelope.

Thank you for your assistance.

Very truly yours,

Karl B. Hanson III

Karl B. Hanson III
Assistant General Counsel

EFFECTIVE DATE
6-19-00

/tlm
Enclosures

FILED
00 JUN 21 AM 10:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T BROWN JUN 26 2000

EFFECTIVE DATE

6-19-00

**ARTICLES OF INCORPORATION
OF
FLAGLER DEVELOPMENT REALTY, INC.**

FILED
00 JUN 21 AM 10:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of Chapter 607, Florida Statutes, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation is Flagler Development Realty, Inc. (the "Company").

ARTICLE II

The existence of the Company shall begin on the date of acknowledgment of these articles of incorporation.

ARTICLE III

The street address of the principal office of the Company is 10151 Deerwood Park Boulevard, Building 100, Suite 330, Jacksonville, Florida 32256.

ARTICLE IV

The maximum number of shares this Company is authorized to issue is 10,000, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Company's registered office is 10151 Deerwood Park Boulevard, Building 100, Suite 330, Jacksonville, Florida 32256. The initial registered agent for the Company at that address is Karl B. Hanson III.

ARTICLE VI

The initial board of directors shall consist of two (2) members. The names and addresses of the persons who will serve on the initial board of directors are:

<u>Name</u>	<u>Address</u>
G. John Carey, III	10151 Deerwood Park Boulevard Building 100, Suite 330 Jacksonville, Florida 32256
Lewis W. Graham, Jr.	10151 Deerwood Park Boulevard Building 100, Suite 330 Jacksonville, Florida 32256

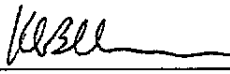
ARTICLE VII

The name and street address of the person signing these articles of incorporation is Karl B. Hanson III, 10199 Southside Boulevard, Suite 108, Jacksonville, Florida 32256.

ARTICLE VIII

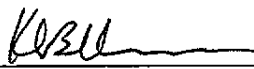
The Company shall indemnify its directors, officers, employees and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 19th day of June, 2000.


Karl B. Hanson III

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Flagler Development Realty, Inc. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to Section 607.0501(3), Florida Statutes.


Karl B. Hanson III

Date: June 19, 2000

FILED
00 JUN 21 AM 10:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA