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October 24, 1997

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VIA: VIA: FEDERAL EXPRESS
TRACKING NUMBER 800921938106

ATTORNEYS' TITLE INSURANCE FUND, INC.
Leon Branch
660 East Jefferson Street
Suite 200
Tallahassee, Florida 32301

Return to PIA ASAP
EFFECTIVE DATE 10-24-97

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
97 OCT 27 PM 4: 28
FILED

ATTN: Barbara Keys
RE: PIERRE'S CALADIUM COTTAGE, INC.

RECEIVED
OCT 27 11:23 AM
OFFICE OF CORPORATIONS

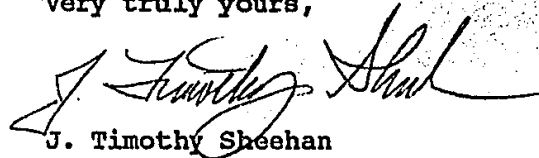
Dear Barbara:

In accordance with your telephone conversation this date with my secretary, please find enclosed the original and one copy of the Articles of Incorporation for the above referenced corporation, together with my office account check made payable to the Secretary of State in the amount of \$122.50 for the filing fee. You requested in that conversation that we express the importance of receiving verbal and then written confirmation on Monday, October 27, 1997, that this corporation has been filed and that the corporate name was available. It is our understanding that you will run the name through your computer to the Secretary of State's office to see if indeed the name is available before delivering same to the Secretary of State's office. I would request that you call this office at 941/465-1551 to advise of said filing and thereafter, please mail the certificate to this office at your earliest convenience.

ATTORNEYS' TITLE INSURANCE FUND
October 24, 1997
Page 2

Thank you for your assistance in this matter. If you
need any further information, please advise. Best regards.

Very truly yours,

A handwritten signature in cursive script, appearing to read "J. Timothy Sheehan".

J. Timothy Sheehan

JTS/gl
Enclosures
xc: Client

ARTICLES OF INCORPORATION
OF
PIERRE'S CALADIUM COTTAGE, INC.

FILED
97 OCT 27 PM 4:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act hereby adopt the following articles of incorporation.

ARTICLE ONE

The name of the corporation is PIERRE'S CALADIUM COTTAGE, INC.

EFFECTIVE DATE
10-24-97

ARTICLE TWO

The term of existence of the corporation is perpetual and shall commence as of the date of the signing of these Articles.

ARTICLE THREE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation has authority to issue is FIVE HUNDRED (500), all of which shall be common shares with a par value of \$1.00 per share.

ARTICLE FIVE

The street address of the initial registered office of the corporation is 23 Park Drive, Lake Placid, Florida 33852, and the initial registered agent at such address is CARL E. BLASS. The mailing address for the corporation is 23 Park Drive, Lake Placid, Florida 33852

ARTICLE SIX

The board of directors of the corporation shall consist of not more than five (5) members. The names and addresses of the initial board of directors are:

CARL E. BLASS of 111 Orange Road, NE
Lake Placid, Florida 33852

PIERRE HAYS of 25 Hall Road
Lake Placid, Florida 33852

ARTICLE SEVEN

The names and addresses of the incorporators are:

CARL E. BLASS of 111 Orange Road, N.E.
Lake Placid, Florida 33852

PIERRE HAYS of 25 Hall Road
Lake Placid, Florida 33852

IN WITNESS WHEREOF, we have subscribed our names this
24th day of October, 1997.


CARL E. BLASS
Incorporator

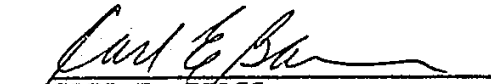

PIERRE HAYS
Incorporator

STATE OF FLORIDA
COUNTY OF HIGHLANDS

The foregoing instrument was acknowledged before me this
24th day of October, 1997, by CARL E. BLASS and PIERRE
HAYS who are [] personally known to me or who have [] produced
their _____ as identification and who () did,
() did not take an oath.

ACCEPTANCE

I agree as registered agent to accept service of process,
to keep the registered office open during prescribed hours, and to
post my name in some conspicuous place in the office as required by
law.


CARL E. BLASS
Registered Agent

FILED
97 OCT 27 PM 4: 28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA