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* Board Certified Wills, Trusts & Estates Lawyer
** Board Certified Real Estate Lawyer

EFFECTIVE DATE

2-1-99

February 1, 1999

Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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****122.50 ****78.75

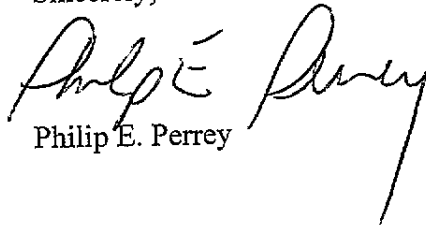
Re: R.A.F. Building Corporation

Dear Sir or Madam:

Enclosed are two original executed copies of the Articles of Incorporation for **R.A.F. BUILDING CORPORATION**, together with a check for the \$122.50 filing fee calculated as follows: Articles of Incorporation - \$35.00; Designation of and Acceptance by Registered Agent - \$35.00; and certified copy of Articles - \$52.50.

Please return the certified copy to the undersigned. Thank you for your usual courteous cooperation.

Sincerely,


Philip E. Perrey

PEP:lcd

Enclosures

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



EFFECTIVE DATE

2-1-99

ARTICLES OF INCORPORATION

The undersigned, **PHILIP E. PERREY**, desires to become a body corporate and, as incorporator, does hereby make and file these Articles of Incorporation for a proposed corporation pursuant to the laws of Florida, and to that end hereby declares and affirms:

ARTICLE I

The name of this corporation shall be:

R.A.F. BUILDING CORPORATION

ARTICLE II

This corporation shall exist perpetually unless sooner dissolved as authorized by law, and said corporation shall commence its existence on the date of subscription and acknowledgment of these Articles, as hereinafter set forth, if these Articles are filed with the Department of State within five (5) days exclusive of legal holidays, after such date. If these Articles are not so filed, this corporation shall commence existence upon the filing hereof with the Department of State.

ARTICLE III

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock with a par value of \$5.00 per share. The consideration to be paid for each share shall be fixed by the Board of Directors. The authorized shares of this corporation shall consist of one class of common stock only.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V

The holders of the common shares of this corporation shall have pre-emptive rights to purchase any shares of the corporation hereafter issued or sold by the corporation, rateably according to their respective holdings, and such pre-emptive rights shall likewise extend to any securities exchangeable for or convertible into such shares or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares. Any shares offered to shareholders under their pre-emptive rights, and not purchased, shall again be offered to those shareholders who have exercised their pre-emptive rights, in proportion to their holdings. After one such reoffering, the corporation may sell any shares still unsold in any other manner permitted by these Articles. The price of any such shares or other instruments to which such pre-emptive rights are applicable shall be at the price such shares or other instruments are offered to others, which price may be in excess of par.

ARTICLE VI

The street address of this corporation's principal office, and the initial registered office of the corporation, is 1401 Manatee Avenue West, Suite 900, Bradenton, Florida. The mailing address of the corporation is P.O. Box 551, Bradenton, FL 34206. The name of this corporation's initial registered agent at such address is **PHILIP E. PERREY**. The registered office and registered agent may be changed from time-to-time by the Board of Directors as authorized by law.

ARTICLE VII

The number of Directors constituting the initial Board of Directors shall be five. The Board of Directors shall consist of not less than one nor more than seven members, and the number of members of the Board of Directors may be fixed from time-to-time by the bylaws of the

corporation, but until so fixed shall consist of five persons. The names and addresses of the members of the initial Board of Directors are as follows:

MICHAEL M. HAMRICK

1017 91st Street NW
Bradenton, FL 34209

TIMOTHY L. NEWHALL

2366 Landings Circle
Bradenton, FL 34209

PHILIP E. PERREY

2310 64th Street Court West
Bradenton, FL 34209

JOHN V. QUINLAN

3305 Riverview Boulevard West
Bradenton, FL 34205

GILBERT A. SMITH, JR.

309 75th Street NW
Bradenton, FL 34209

ARTICLE VIII

The name and address of the incorporator is as follows:

PHILIP E. PERREY

2310 64th Street Court West
Bradenton, FL 34209

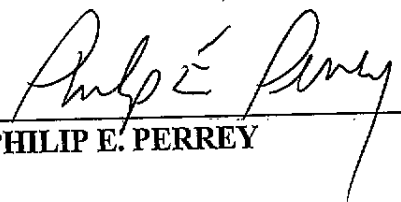
IN WITNESS WHEREOF, the undersigned, being the original incorporator of this

corporation, does certify that he is of full age, is competent to contract and is a citizen of the United

States of America. For the purpose of forming the proposed corporation above-named to do

business both within and without the State of Florida, and in pursuance of the Florida Business

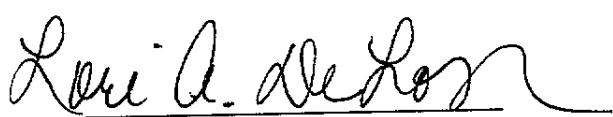
Corporation Act, I do make and file this agreement, hereby declaring and certifying that the matters
above stated are true, and accordingly I have hereunto set my hand and seal this 1st day of
February, 1999.

 (SEAL)
PHILIP E. PERREY

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 1st day of February, 1999, by
PHILIP E. PERREY, who is personally known to me or who has produced _____
as identification and who did not take an oath.

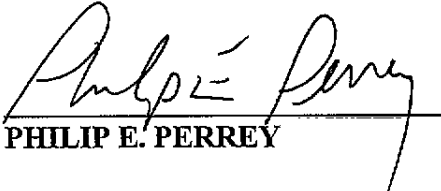



Notary Public
Print Name: _____
My Commission Expires: _____

ACCEPTANCE OF REGISTERED AGENT

I HEREBY CERTIFY that I am familiar with and accept the duties and responsibilities as registered agent for **R.A.F. BUILDING CORPORATION**, a Florida corporation.

DATED this 1st day of February, 1999.


PHILIP E. PERREY

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED