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MARC H. FELDMAN
JOSEPH ROBACK

February 16, 2000

Division of Corporations
Bureau of Corporate Records
409 East Gaines Street
P. O. Box 6327
Tallahassee, Florida 32301

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-02/21/00--01133--021
*****70.00 *****70.00

RE: SHEPHERD REALTY MANAGEMENT, INC.
My File No. R00-1100

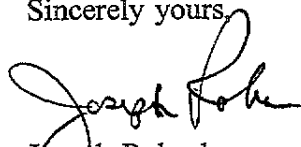
Ladies/Gentlemen:

Enclosed are the original Articles of Incorporation for the above company, along with a check in the amount of \$70.00 as your filing fee and the fee for designation of the registered agent.

Also enclosed is a photocopy of the Articles of Incorporation. Please stamp this copy with the filing information and return that copy to this office.

Thank you for your attention to this matter.

Sincerely yours


Joseph Roback

JR:lc

Encl.

FILED
00 FEB 21 AM 11:20
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

C.C.
211.00

ARTICLES OF INCORPORATION
SHEPHERD REALTY MANAGEMENT, INC.

FILED
00 FEB 21 AM 11:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, does hereby form a corporation for profit under the laws of the State of Florida, as follows:

ARTICLE I: NAME

The name of the corporation shall be SHEPHERD REALTY MANAGEMENT, INC.

ARTICLE II: PURPOSE

The general purpose for which the corporation is organized includes the transaction of any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE III: CAPITALIZATION

The aggregate number of shares which the corporation shall have authority to issue is FIVE THOUSAND (5,000) shares, each share having a par value of ONE DOLLAR (\$1.00).

ARTICLE IV: PRINCIPAL AND REGISTERED OFFICE AND AGENT

The principal and mailing address and initial registered office of the corporation is to be at 2811 73rd Street Court West, Bradenton, Florida 34209, and the initial registered agent at that address is LAURA B. SHEPHERD.

ARTICLE V: TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI: DIRECTORS

The initial Board of Directors shall consist of ONE (1) individual as follows: LAURA B. SHEPHERD, of 2811 73rd Street Court West, Bradenton, Florida 34209.

ARTICLE VII: INCORPORATORS

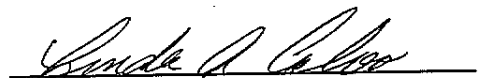
The corporation is being formed, and these Articles are being subscribed to by LAURA B. SHEPHERD, whose address is 2811 73rd Street Court West, Bradenton, FL 34209.

WHEREFORE, the undersigned, as the subscribing incorporator and designated registered agent, hereby subscribes to these Articles and accepts the designation as registered agent and states that she is familiar with and accepts the duties and responsibilities as registered agent for said corporation, on the 15th day of February, 2000.


LAURA B. SHEPHERD

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me on the 15th day of February, 2000, by LAURA B. SHEPHERD, who personally appeared before me and is either personally known to me or who presented the following as identification:
Florida Driver License


Notary Public
Printed Name: Linda A. Galvo
My Commission Expires: 4-7-00
(Seal)

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