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MARGARET M. PATCHETT
1111-2 MONTICELLO LANE
PORT ORANGE, FL 32119

FILED
00 OCT -9 PM 4:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

October 4, 2000

Secretary of State
Division of Corporations
Tallahassee, FL 32399

RE: STONEY BROOK APARTMENTS, INC.

Dear Sir or Madam:

Enclosed please find the original of the Articles of Incorporation together with a copy thereof for the above corporation. Please file same with the Secretary of State. Enclosed is our check for \$78.75 for the filing fee. Please "stamp" the copy of the Articles and return to the undersigned by using the enclosed envelope.

Should you have any questions regarding this matter, please do not hesitate to contact us.

Sincerely yours,



Margaret M. Patchett

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ARTICLES OF INCORPORATION

of

STONEY BROOK APARTMENTS, INC.

FILED
00 OCT -9 PM 4:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers of these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is:

STONEY BROOK APARTMENTS, INC.

ARTICLE II. NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is to engage in every and any aspect and phase of any and every lawful business, including, but not limited to, the following activities:

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses, in the State of Florida and in all other states and countries.

To loan money, to contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payments of corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and whole owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: 100 shares of common stock with a nominal or par value of \$10.00. The consideration to be paid for each share shall be fixed by the Board of Directors. There shall be no other class of stock. The incorporators may, by contract, restrict the alienability of this stock. An endorsement shall be made upon each certificate of stock indicating the existence of such contract.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin business is one thousand (\$1,000.00) dollars.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually. The Effective Date of these Articles of Incorporation are as of October 5, 2000.

ARTICLE VI. ADDRESS

The street address of the initial principal office of this corporation in the State of Florida is 1111-2 Monticello Lane, Port Orange, Florida, 32119. The Board of Directors may, from time to time, move the principal office to any other address in Florida. The mailing address of the corporation is 1111-2 Monticello Lane, Port Orange, Florida 32119.

ARTICLE VII. DIRECTORS

The corporation shall have two directors initially. The number of directors may be increased from time to time, by By-Laws adopted by the stockholders.

ARTICLE VIII. INITIAL DIRECTORS

The names and post office addresses of the members of the first Board of Directors are:

<u>Name</u>	<u>Address</u>
Margaret M. Patchett	1111-2 Monticello Lane Port Orange, FL 32119
Stuart L.J. Patchett	1111-2 Monticello Lane Port Orange, FL 32119

ARTICLE IX. SUBSCRIBERS

The name and address of each subscriber of these Articles of Incorporation, the number of shares of stock each agrees to take, and the value of the consideration thereof:


<u>Name</u>	<u>Address</u>	<u>Shares</u>	<u>Consideration</u>
Margaret M. Patchett And Stuart L.J. Patchett joint tenants with full rights of survivorship	1111-2 Monticello Lane	100	\$1,000.00


ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE XI. REGISTERED AGENT AND OFFICE

The registered agent and office for this corporation shall be Margaret M. Patchett, 1111-2 Monticello Lane, Port Orange, Florida 32119 to accept service of process within this State as to this corporation.



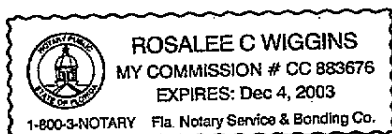
MARGARET M. PATCHETT



STUART L.J. PATCHETT

STATE OF FLORIDA
COUNTY OF VOLUSIA

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared MARGARET M. PATCHETT AND STUART L.J. PATCHETT, to me personally known to be the persons described as subscribers in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 5th day of October, 2000.





Notary Public, State of Florida at
Large
My commission expires:

FILED
00 OCT -9 PM 4:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST: THAT STONEY BROOK APARTMENTS, INC. DESIRING TO
ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH
ITS PRINCIPAL PLACE OF BUSINESS AT 1111-2 MONTICELLO LANE, PORT
ORANGE, FLORIDA 32119 HAS NAMED MARGARET M. PATCHETT, LOCATED AT
1111-2 MONTICELLO LANE, PORT ORANGE, FLORIDA 32119, AS ITS
REGISTERED AGENT AND OFFICER TO ACCEPT SERVICE OF PROCESS WITHIN
FLORIDA.



Margaret M. Patchett, President

DATE: 10/5/00

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES.



Margaret M. Patchett
REGISTERED AGENT

DATE: 10/5/00