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Also Certified
Public Accountant

DAVID F. WILSEY

FAX (727) 821-6681

Of Counsel
ROBERT W. FISHER
W. JOSEPH REYNOLDS

October 31, 2000

Florida Department of State
Division of Corporations - New Filings
P. O. Box 6327
Tallahassee, FL 32314

700003451117--3
-11/03/00--01044--017
*****78.75 *****78.75

Re: Diamond In The Rough Properties, Inc.
Articles of Incorporation

Dear Sir or Madam:

Enclosed are the Articles of Incorporation of the above-referenced corporation, along with our firm's check in the amount of \$78.75 for the corporate filing fees as follows:

Profit corporation filing fee	\$ 35.00
Registered Agent Designation	35.00
Certified copy	<u>8.75</u>
	<u>\$ 78.75</u>

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

After the filing of these Articles of Incorporation, please return a certified copy to me for delivery to my client.

Thank you for your assistance.

Sincerely,

DAVID F. WILSEY

DFW:paf
Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
DIAMOND IN THE ROUGH PROPERTIES, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this Corporation shall be:

DIAMOND IN THE ROUGH PROPERTIES, INC.

The principal place of business of this corporation shall be 720 - 36TH Avenue North, St. Petersburg, Florida 33704.

ARTICLE II. NATURE OF BUSINESS

The corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 720 - 36th Avenue North, St. Petersburg, Florida 33704, and the name of the registered agent of the corporation at the address is VALERIE D. BORYCENS.

ARTICLE V. TERMS OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

The number of Directors of the corporation shall be two (2) initially. The number of directors may be increased or decreased from time to time, but shall never be less than one (1) nor more than five (5). The name and address of the initial members of the First Board of Directors who shall hold office until their successors are elected or appointed and has qualified are:

VALERIE D. BORYCENS
720 - 36th Avenue North
St. Petersburg, Florida 33704

JAMES A. BORYCENS
720 - 36th Avenue North
St. Petersburg, Florida 33704

ARTICLE VII. AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE VIII. EFFECTIVE DATE

The date that the corporate existence shall begin shall be the date of filing of the Articles of Incorporation with the Secretary of State, State of Florida.

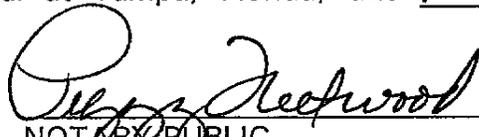
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 1st day of November, 2000.

 (SEAL)
VALERIE D. BORYCENS, Subscriber

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, the undersigned officer, duly authorized to administer oaths and take acknowledgments, personally appeared, VALERIE D. BORYCENS, who, after being duly cautioned and sworn, deposes and says that she has affixed her name to the foregoing Articles of Incorporation of DIAMOND IN THE ROUGH PROPERTIES, INC., as the original subscriber to said corporation, for the purposes therein expressed.

WITNESS my hand and official seal at Tampa, Florida, this 1st day of November, 2000.

 (SEAL)
NOTARY PUBLIC



Peggy Fleetwood
MY COMMISSION # CC671456 EXPIRES
September 29, 2001
BONDED THRU TROY FAIN INSURANCE, INC.

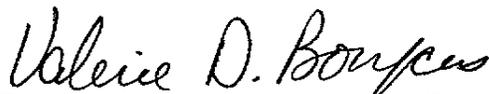
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR SERVICE OF PROCESS WITHIN THIS
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted,
in compliance with said Act:

FIRST: That DIAMOND IN THE ROUGH PROPERTIES, INC., desiring to organize
under the laws of the State of Florida with its principal office indicated in the Articles
of Incorporation, and registered office, at 720 - 36th Avenue North, St. Petersburg,
Florida, County of Pinellas, has named VALERIE D. BORYCENS as its agent to accept
service of process within this State.

ACKNOWLEDGMENT:

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 to comply with the provision of said Act relative to keeping open said
office.



VALERIE D. BORYCENS

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA