



Erik V. Korzilius, P.A.

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Erik V. Korzilius
Attorney at Law

Real Estate Law
Business Law

Title Insurance
Wills - Trusts - Estate Planning

Environmental Law
Corporate Law

Bruce P. Korzilius
Special Consultant
(Not a Member of the Florida Bar)

November 21, 2000

P000000110193

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

SUBJECT: COLONIAL REAL ESTATE CORPORATION

Enclosed is an original and one (1) copy of the articles of incorporation, an original certificate designating registered agent and registered office, and a check for:

Filing Fee & Certificate - \$78.75

000003475680--9
-11/27/00--01094--015
-- *****78.75 *****78.75

FROM: John C. Hardy
847 Jolanda Circle
Venice, Florida 34292
(941) 412-0724

Please return the filed Articles and Certificate of Status to Mr. Hardy's address.

Sincerely,

Erik V. Korzilius

Enclosures

FILED
00 NOV 27 PM 1:53
TALLAHASSEE, FLORIDA
DEPARTMENT OF STATE

✓ T. Burch NOV 29 2000

ARTICLES OF INCORPORATION
OF
COLONIAL REAL ESTATE CORPORATION

FILED
00 NOV 27 PM 1:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of *Florida Statutes* Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is COLONIAL REAL ESTATE CORPORATION.

ARTICLE II

The existence of the corporation shall begin upon the filing of these Articles with the Florida Department of State.

ARTICLE III

The street address of the principal office of the Corporation is 847 Jolanda Circle, Venice, Florida 34292.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 10,000,000, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 847 Jolanda Circle, Venice, Florida 34292. The initial registered agent for the Corporation at that address is JOHN C. HARDY.

ARTICLE VI

The initial board of directors shall consist of one (1) member. The name and address of the person who will serve on the initial board of directors is:

Name	Address
John C. Hardy	847 Jolanda Circle, Venice, Florida 34292

ARTICLE VII

The name and street address of the person signing these articles of incorporation is:

Name	Address
John C. Hardy	847 Jolanda Circle, Venice, Florida 34292

ARTICLE VIII

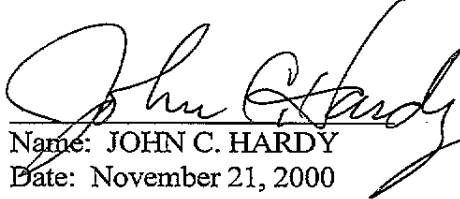
The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 21st day of November, 2000.


Name: JOHN C. HARDY

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for COLONIAL REAL ESTATE CORPORATION, at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to *Florida Statutes* §607.0501(3).


Name: JOHN C. HARDY
Date: November 21, 2000