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THOMAS A. FOGT, ESQ.

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700 Colorado Avenue
Stuart, Florida 34994-3086

Thomas A. Fogt
Board Certified Real Estate Lawyer

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March 16, 2001

Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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*****70.00 *****70.00

Dear Sir or Madam:

Please find enclosed an original and duplicate copy of Articles of Incorporation for filing with the State of Florida. Also enclosed is a check in the amount of \$70.00 to cover the costs of filing same. Once this corporation has been filed, please be so kind as to forward a time/date stamped copy to our office in the return envelope enclosed.

Should you need anything further to complete this matter, please contact our office. Thank you for your assistance.

Very truly yours,



Deborah D. Haas
Legal Assistant

/ddh
encs.

FILED
01 MAR 19 AM 9:31
SECRETARY OF STATE
TALLAHASSEE FLORIDA

D. WHITE MAR 23 2001

HV

ARTICLES OF INCORPORATION

OF

ACY REALTY, INC.

FILED

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is ACY REALTY, INC.

ARTICLE II. NATURE OF CORPORATE BUSINESS

The corporation is principally engaged in any activity or business permitted under the laws of the United States of America and under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock this corporation is authorized to have outstanding at any time is ONE THOUSAND (1,000) shares of common stock, each share having a par value of One Dollar (\$1.00).

Authorized capital stock may be paid for in cash, services or property at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE IV. PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof, at the price at which it is offered to others, which

price may be in excess of par value.

ARTICLE V. TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI. ADDRESS

The initial street address of the principal office of this corporation is 700 Colorado Avenue, Stuart, Florida 34994.

ARTICLE VII. DIRECTORS

The corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time by the By-Laws but shall never be less than one.

ARTICLE VIII. INITIAL DIRECTORS

The names and street addresses of the Board of Directors who shall hold office until their successors are elected and have qualified are:

THOMAS A. FOGT	700 Colorado Avenue
	Stuart, FL 34994

ARTICLE IX. SUBSCRIBERS AND INCORPORATORS

The name and street address of the Subscribers and Incorporators executing these Articles of Incorporation are:

THOMAS A. FOGT	700 Colorado Avenue
	Stuart, FL 34994

ARTICLE X. AMENDMENTS


These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at the Stockholders' meeting by a majority of the stock entitled to vote therein, unless all the Directors and all the Stockholders sign a written statement manifesting their

intention that a certain amendment to these Articles be made.

ARTICLE XI. REGISTERED AGENT AND OFFICE

The Registered Agent designated for this corporation is
THOMAS A. FOGT, ESQ., 700 Colorado Avenue, Stuart, FL 34994.

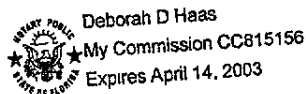
IN WITNESS WHEREOF, I have hereunto set my hand and seal,
acknowledged and filed the foregoing Articles of Incorporation
under the laws of the State of Florida this 16 day of
March, 2001.



Thomas A. Fogt

STATE OF
COUNTY OF

Florida
Stuart

The foregoing instrument was acknowledged before me this
16 day of March, 2001, by THOMAS A. FOGT, who is
personally known to me or () who produced _____ as
identification, and who () did ~~()~~ did not take an oath.

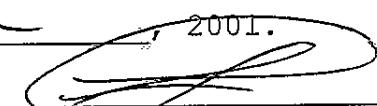



Notary Public

ACCEPTANCE

I hereby accept the foregoing designation of Registered
Agent of ACY REALTY, INC.

DATED this 16 day of March, 2001.


Thomas A. Fogt
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE FLORIDA