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March 23, 2001

PO1000036028

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: John Francis Property Management

To whom it may concern:

Enclosed please find for filing the original Articles of Incorporation for John Francis Property Management together with the filing fee of \$78.75.

Sincerely,

Thomas R. Weller
Thomas R. Weller, Esq.

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Enclosure

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STATE
TALLAHASSEE, FLORIDA

W1-7238
TS
T. SMITH APR 10 2001



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 30, 2001

WELLER & LOSNER
65 NW 16 ST
HOMESTEAD, FL 33030

SUBJECT: JOHN FRANCIS MANAGEMENT
Ref. Number: W01000007238

We have received your document for JOHN FRANCIS MANAGEMENT and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6927.

Tracy Smith
Document Specialist
New Filing Section

Letter Number: 101A00019223

ARTICLES OF INCORPORATION

OF

JOHN FRANCIS PROPERTY MANAGEMENT, INC.

BY THESE ARTICLES OF INCORPORATION the incorporator forms a corporation for profit under Florida law.

ARTICLES I

The name of the corporation shall be JOHN FRANCIS PROPERTY MANAGEMENT, INC. hereinafter referred to as the Corporation.

ARTICLES II

The duration of this corporation shall be that it exist perpetually.

ARTICLES III

The purpose of the Corporation is to manage real estate property, either as individual units, apartments or condominiums and to manage them either individually or through an association of owners or tenants, and to transact any or all lawful business for which corporations may be incorporated under Chapter 607 Florida Statutes; including but not limited to the following:

A) To act as a broker for produce, together with the cultivation, packaging, shipment and sale of produce.

B) To engage in any commercial, industrial and agricultural enterprise calculated or designated to be profitable to this corporation and in conformity with the laws of the State of Florida.

C) To acquire in any manner, enjoy, utilize, hold, sell, assign, lease or dispose of, letters patent of the United States or any Foreign Country, patents, patent rights, licenses and

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TALLAHASSEE, FLORIDA

privileges, inventions, improvements and processes, copyrights, trademarks and trade names or pending applications therefore, relating to or useful in connection with any business of the Corporation or any other business association in which the Corporation may have an interest as stockholder or other wise.

D) To manufacture, purchase or otherwise acquire, and to own, sell, assign and transfer or otherwise dispose of, and to invent, trade, deal in and with goods, wares, merchandise, and other personal property of every class and description whatsoever.

E) To act as financial, business or purchasing agent for domestic and foreign corporations, individuals, partnerships, associations or governmental units.

F) To have one or more offices, conduct its business and promote its objects within and without the State of Florida, in other states, the District of Columbia, the territories, possessions and dependencies of the United States and in foreign countries, without restrictions as to place or amount.

G) To borrow money and contract debts when necessary for the transaction of its business or for the exercise of its corporate rights, privileges and franchises, or for any other lawful purpose of its incorporation; to issue Bonds, Promissory Notes, Bills of Exchange, Debentures, and other obligations and evidences of indebtedness payable at a specified time or payable upon the happening of a specified event, whether secured by mortgage or unsecured, for money borrowed or in payment for property purchased or acquired, or any other lawful objects.

H) To purchase, hold, sell and transfer shares of its own Capital Stock, provided that it shall purchase its own shares of Capital Stock only from the surplus of its assets over its

liabilities, including Capital Stock so purchased and owned by it shall not be voted upon directly or indirectly, nor counted as outstanding for the purpose of any stockholders quorum or vote.

I) To hold, purchase and convey real and personal property and to mortgage or lease the same, regardless of said property's location.

J) To construct, reconstruct, alter and remove any building or buildings situated on any real estate owned in fee by the Corporation or by others, or held under lease of contract or otherwise by this Corporation or by and other person, association or corporation.

K) To acquire by purchase, subscription or otherwise, and to hold for investment, and to hold, own, sell, vote, and handle shares of stock in other corporations.

L) To do all and everything necessary and proper for the accomplishment of any of the purposes or the attainment of any of the objects of the furtherance of any of the powers enumerated in the Certificate of Incorporation or any amendment thereof, necessary or incidental to the accomplishment of the purposes, or the attainment of the objects set forth in this Certificate of Incorporation or any Amendment thereof.

ARTICLES IV

This corporation is authorized to issue 100 shares of common stock at \$1.00 par value.

ARTICLE V

The initial registered agent for this corporation is Thomas R. Weller, and the initial registered office is located at 65 N.W. 16th Street, Homestead, Florida 33030.

ARTICLE VI

This corporation shall have one director initially.

John Francis
35250 S.W. 177 Court
Unit No. 80
Homestead, Florida 33034

ARTICLE VII

The principal office of the Corporation shall be at 35250 S.W. 177 Court, Unit No. 80, Homestead, Florida 33034.


ARTICLE VIII

The name and street address of the incorporator is John Francis, 35250 S.W. 177 Court, Unit No. 80, Homestead, Florida 33034.

ARTICLE IX

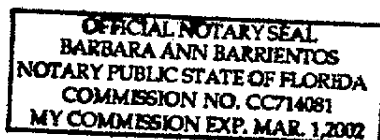
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stockholders entitled to vote thereon, unless all the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

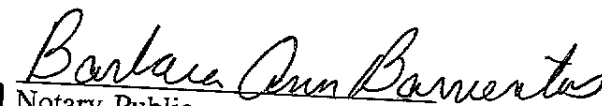
DATED this 23 day of March, 2001.


JOHN FRANCIS

STATE OF FLORIDA
COUNTY OF DADE

I hereby certify that the foregoing instrument was acknowledged before me this 23 day of March, 2001 by JOHN FRANCIS who is personally known to me or produced El D. L. Lense as identification.




Notary Public
State of Florida
My Commission Expires:

CONSENT OF REGISTERED AGENT

HAVING BEEN NAMED as registered agent for this corporation at the registered office designated in the foregoing Articles of Incorporation, the undersigned is familiar with, and accepts the obligations of the position.


THOMAS R. WELLER

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