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BUSINESS LAW
CIVIL LITIGATION
ESTATE PLANNING
FAMILY LAW
REAL ESTATE
SECURITIES LITIGATION
and ARBITRATION

Department of State
Division of Corporations
409 E. Gaines St.
Tallahassee, Fl. 32399

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-04/10/01--01035--003
*****70.00 *****70.00

SUBJECT: Castle Avalon, Inc.

Gentlemen:

Enclosed are an original and one copy of the Articles of Incorporation for the above corporation along with the \$ 70.00 filing fee.

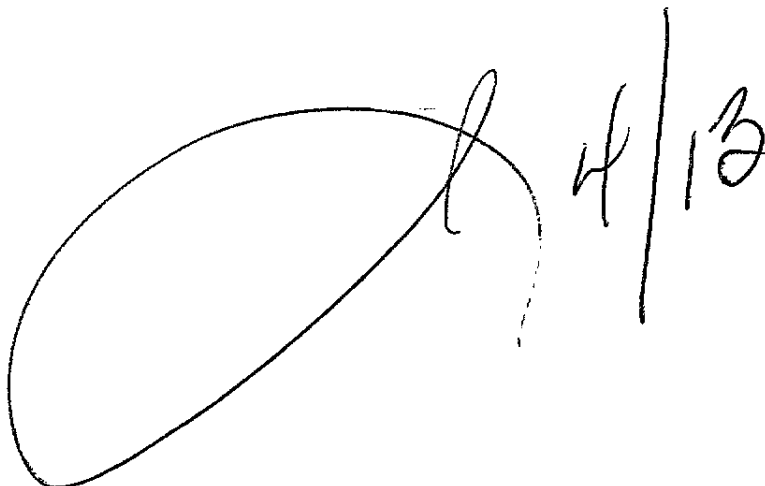
Would you please stamp and return the copy to me following approval.

Very truly yours,



Robert W. Browning, Jr.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA



ARTICLES OF INCORPORATION

OF

CASTLE AVALON, INC.

ARTICLE ONE. NAME

The name of the corporation is CASTLE AVALON, INC.

ARTICLE TWO. PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE THREE. POWERS

The corporation shall have all of the powers enumerated in the Florida General Corporation Act.

ARTICLE FOUR. CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of voting common stock with a par value of \$ 1.00 per share.

ARTICLE FIVE. PRINCIPAL OFFICE

The street address of the principal office of the corporation is 6160 N. Lockwood Ridge Rd., Unit 402, Sarasota, FL 34243.

ARTICLE SIX. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1800 Second St., Suite 880, Sarasota, Fl. 34236, and the name of the initial registered agent of the corporation at that address is Robert W. Browning, Jr., Attorney.

ARTICLE SEVEN. DIRECTORS AND OFFICERS

This corporation shall have no Directors or Officers initially. The affairs of the corporation will be managed by the shareholders until such time as Directors are designated as provided by the Bylaws.

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TALLAHASSEE FLORIDA

ARTICLE EIGHT. INCORPORATOR

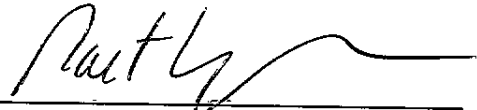
The name and address of the Incorporator is:

Robert W. Browning, Jr., Attorney
1800 Second St., Suite 880
Sarasota, Fl. 34236

ARTICLE NINE. AMENDMENT

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

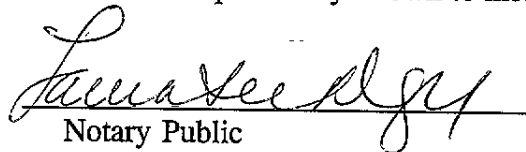
The undersigned Incorporator has executed these Articles of Incorporation this 9th day of April, 2001.



ROBERT W. BROWNING, JR.

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 9th day of April, 2001, by Robert W. Browning, Jr., who personally appeared before me and is personally known to me.


Notary Public

Laura Lee Dezelski
My Commission CC923353
Expires May 22, 2004

ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT FOR
CASTLE AVALON, INC.

Having been named to accept service of process for the above stated corporation, at the place designated in the corporation's Articles of Incorporation, I hereby acknowledge and accept the appointment and 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.

DATED: April 9, 2001



ROBERT W. BROWNING, JR.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA