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ROBERT E. MESSICK
rmessick@icardmerrill.com

REPLY TO:
P.O. BOX 4195
SARASOTA, FLORIDA 34230

EFFECTIVE DATE
06/01/01

June 1, 2001

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-06/04/01--01054--020
*****78.75 *****78.75

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

Re: OAKLEY PROPERTY MANAGEMENT OF SARASOTA, INC.

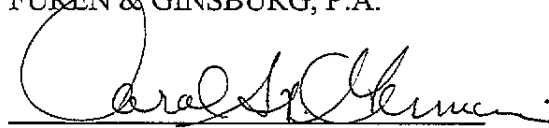
Dear Sir or Madam:

Enclosed, for filing, please find the Articles of Incorporation of Oakley Property Management of Sarasota, Inc., in duplicate. Please send us a conformed original once it has been filed. Also, enclosed please find our check in the amount of \$78.75 representing filing fee.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

ICARD, MERRILL, CULLIS, TIMM,
FUREN & GINSBURG, P.A.



Carol St. Germain
Legal Assistant to Robert E. Messick

FILED
01 JUN -4 PM 3:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosure

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ARTICLES OF INCORPORATION
OF

OAKLEY PROPERTY MANAGEMENT OF SARASOTA, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. 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.

EFFECTIVE DATE

06/01/01

ARTICLE I

The name of the corporation ("Corporation") is OAKLEY PROPERTY MANAGEMENT OF SARASOTA, INC.

ARTICLE II

The existence of the corporation shall begin on June 1, 2001.

ARTICLE III

The street address of the principal office of the Corporation is 7274 Frisco Lane, Sarasota, Florida 34241.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 10,000 Shares, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders thereof 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 2033 Main Street, Suite 600, Sarasota, Florida 34237. The initial registered agent for the Corporation at that address is Robert E. Messick.

ARTICLE VI

The initial board of directors shall consist of two (2) members. The names and addresses of the persons who will serve on the initial board of directors are:

Name	Address
Timothy Joseph Jones	7274 Frisco Lane, Sarasota, Florida 34241
Sheila Beasley	4412 Meadow Creek Circle, Sarasota, Florida 34233

ARTICLE VII

The names and street addresses of the persons signing these articles of incorporation are:

Name	Address
Robert E. Messick	2033 Main Street, Suite 600, Sarasota, Florida 34237

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ARTICLE VIII

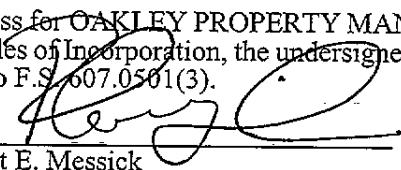
The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 1st day of June, 2001.


Name: Robert E. Messick

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for OAKLEY PROPERTY MANAGEMENT OF SARASOTA, INC. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).


Name: Robert E. Messick

Date: June 1, 2001.