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The Farm at Lake Champlain, Inc.
568 E. Woolbright Road, #121
Boynton Beach, Florida 33435

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-06/06/01--01053--022
131.25 **87.50

June 5, 2001

To Whom It May Concern,

Please process this corporation as soon as possible.
A federal express envelope is enclosed to overnight
this package to me. Thank you very much for the
expedient processing in this matter.

Sincerely,

Diane Daly

FILED
01 JUN -6 AM 11:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*F. CHASSER JUN 11 2001

ARTICLES OF INCORPORATION

- Profit Corporation -

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TALLAHASSEE, FLORIDA

FIRST: The name of the corporation shall be:

The Farm at Lake Champlain, Inc.

SECOND: The place in the State of Florida where its principle office is to be located is:

568 E. Woolbright Road, #121

Boynton Beach, Florida 33435

THIRD: The purpose for which this corporation is formed is to engage in any lawful activity.

The corporation initially intends to engage in the business of:

Management of Rental Property

FOURTH: The corporation shall have authority to issue one class of stock. The classification and par value of each share shall be:

1000 Shares, Non-Par Value (unissued-common)

FIFTH: The name and post office address of each incorporator(s) signing the Articles of Incorporation are as follows:

Diane M. Daly

5700 Old Ocean Blvd.

Ocean Ridge, Florida 33435

SIXTH: The name and post office address of the initial Registered Agent for the corporation is:

Diane M. Daly

5700 Old Ocean Blvd.

Ocean Ridge, FL 33435

SEVENTH: The governing Board of the corporation shall be known as its Directors. The Directors need not be stockholders of the corporation unless so required by the Bylaws. The Board of Directors shall be elected by the stockholders at their annual meeting, or such other time as the Bylaws may provide, and shall hold office until their successors are respectively elected and qualified. The Bylaws shall specify the number of Directors necessary to constitute a quorum. The Board of Directors may, by resolution (s) passed by a majority of the whole Board, designate one or more committees which to the extent provided the management of the activities and affairs of the corporation and may have power to authorize the seal of the corporation to be fixed to all papers which may require it; and such committee(s) shall have such resolution adopted by the Board of Directors. The Board of Directors may elect Officers as the Bylaws may specify, who shall, subject to the provisions of the Statutes, have such titles and exercises such duties as the Bylaws may provide. The Board of Directors is expressly authorized to make, alter, or repeal the Bylaws of this corporation or any article therein.

The number of Directors may from time to time be increased or decreased in such a manner as shall be provided by the Bylaws of this corporation, providing that the number of Directors conform to the Statutes of the Corporation Law of the State.

The initial Board of Directors shall consist of 1 in number. The names and post office address of each person (s) who are to serve as Director(s) until the first annual meeting of the Stockholders or until their successor (s) are elected and qualified are:

Diane M. Daly

5700 Old Ocean Blvd.

Ocean Ridge, Florida 33435

EIGHTH: The private property of Shareholders, Directors, Officers, employees and/or Agents of the corporation shall be forever exempt from all corporate debts of any kind whatsoever.

NINTH: The fiscal year of the corporation shall be from January to December each year.

TENTH: IN WITNESS THEREOF, I/WE HAVE SET MY/OUR HANDS (S) THIS 31 DAY OF MAY, 2001.

Janie M. Daly 5/31/01

State of Florida)

) SS.

County of Palm Beach

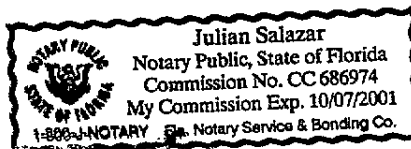
On this day, before me, the undersigned authority, in and for and residing in the above County and State, personally appeared the Incorporators whose signatures appear above, are personally known to me to be the same person(s) whose name(s) is/are subscribed to the foregoing document, and being duly sworn, they verified that the information contained in the foregoing document is true and correct on personal knowledge and acknowledge that said document was signed as a free and voluntary act.

Subscribed and sworn to this 31st day

of May, 2001.

Name of Notary: Julian Salazar

My commission expires: 10-07-2001



Certificate of Designation of Registered Agent/Registered Office

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUS,
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF
FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED
OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

The Farm at Lake Champlain , Inc.

2. The name and address of the registered agent and office is:

Diane M. Daly
(Name)

5700 Old Ocean Blvd.
(Address-P.O. Box NOT Acceptable)

Ocean Ridge, Florida 33435
(City/State/Zip Code)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties and I am familiar with and accept the obligations of my position as registered agent.

Diane M. Daly
(Signature)

6/01/01
(Date)

**DIVISION OF CORPORATION, PO BOX #6327
TALLAHASSEE, FLORIDA**