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ABEL, BAND, RUSSELL, COLLIER, PITCHFORD & GORDON
CHARTERED

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RONALD L. COLLIER - PA & NJ
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*Board Certified Real Estate Lawyer
**Board Certified Civil Trial Lawyer
***Board Certified Business Bankruptcy Law
American Board of Certification
****Board Certified Business Litigation Lawyer

Reply To: Venice

August 30, 2001

Please refer to our file number:

Writer's Direct Line:
(941) 485-8200
Writer's Direct E-mail:
KSawdo@Abelband.com

Secretary of State
Division of Corporation
Post Office Box 6327
Tallahassee, FL 32314

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****122.50 *****78.75

Re: Articles of Incorporation - Francis I Estates Sales, Inc.

Dear Sir or Madam:

In connection with the above referenced matter we enclose the following items:

1. Original and one copy of the Articles of Incorporation.
2. Check in the sum of \$122.50.

We would appreciate your filing these Articles at your earliest convenience and returning a copy of the filed document to the above address. Should you have any questions or concerns, please do not hesitate to contact us.

Sincerely,

ABEL, BAND, RUSSELL, COLLIER,
PITCHFORD & GORDON, CHARTERED

Kathleen A. Sawdo
Kathleen A. Sawdo, CLA
Legal Assistant to Scott E. Gordon

KAS:SecySt.ltr
Enclosures

FILED
01 SEP - 4 PM 1:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

6 paw
9/6/01

ARTICLES OF INCORPORATION
OF
FRANCIS I ESTATES SALES, INC.

FILED

01 SEP -4 PM 1:01

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator, for the purpose of forming a Corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation is:

FRANCIS I ESTATES SALES, INC.

ARTICLE II - TERM OF EXISTENCE

The Corporation is to exist perpetually.

ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1,000 Shares of Common Stock having a par value of \$1.00 per share.

ARTICLE V - PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be 401 Pauline Street, Sebring, FL 33871.

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The street address of the registered office of this Corporation is 333 South Tamiami Trail, Suite 199, Venice, Florida 34285 and the registered agent at such office is SCOTT E. GORDON, ESQUIRE.

ARTICLE VII - DIRECTORS

This Corporation shall have three (3) Directors initially. The number of Directors may be changed from time to time by Bylaws adopted by the Shareholders. The name and address of each member of the first Board of Directors is:

RICHARD BEELER	723 Stephen Drive Sebring, Florida 33871
GARY BROWN	740 Sunrise Boulevard Sebring, Florida 33871
CHESTER MESSICK	465 Sunrise Boulevard Sebring, Florida 33871

ARTICLE VIII - AMENDMENT

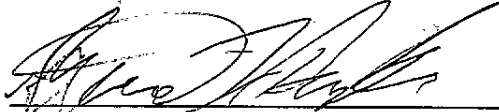
These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders Meeting by a majority of the stock entitled to vote thereon.

ARTICLE IX - INCORPORATORS

The name and street address of each incorporator to these Articles of Incorporation is:

RICHARD BEELER	723 Stephen Drive Sebring, Florida 33871
GARY BROWN	740 Sunrise Boulevard Sebring, Florida 33871
CHESTER MESSICK	465 Sunrise Boulevard Sebring, Florida 33871

The undersigned has executed these Articles this 23 day of August, 2001.



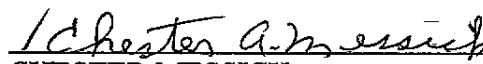
RICHARD BEELER

FLDL B460-752-42-367-0



GARY BROWN

FLDL B660-283-38-296-0



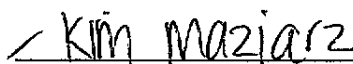
CHESTER MESSICK

FLDL M220-101-30-267-0

"INCORPORATORS"

STATE OF FLORIDA
COUNTY OF HIGHLANDS

The foregoing instrument was acknowledged before me this 23 day of August, 2001, by RICHARD BEELER (Notary choose one) [] who is personally known to me or [X] who has produced FLDL as identification.


Notary Public

Print Name of Notary Public

My Commission Expires: Feb 5, 2002

KIM MAZIARZ
Notary Public, State of Florida
My Commission Expires Feb 5, 2002
CC #713877

STATE OF FLORIDA
COUNTY OF HIGHLANDS

The foregoing instrument was acknowledged before me this 23 day of August, 2001, by GARY BROWN (Notary choose one) [] who is personally known to me or [☒] who has produced FL DL as identification.

KIM MAZIARZ
Notary Public, State of Florida
My Commission Expires Feb 5, 2002
CC #713877

Kim Maziarz
Notary Public

KIM MAZIARZ
Notary Public, State of Florida
My Commission Expires Feb 5, 2002
CC #713877

Kim Maziarz
Print Name of Notary Public
My Commission Expires: Feb 5, 2002

STATE OF FLORIDA
COUNTY OF HIGHLANDS

The foregoing instrument was acknowledged before me this 23 day of August, 2001, by CHESTER MESSICK (Notary choose one) [] who is personally known to me or [] who has produced FL DL as identification.

KIM MAZIARZ
Notary Public, State of Florida
My Commission Expires Feb 5, 2002
CC #713877

Kim Maziarz
Notary Public

Kim Maziarz
Print Name of Notary Public
My Commission Expires: Feb 5, 2002

ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for FRANCIS I ESTATES SALES, INC. at the place designated in the Articles , I hereby accept the appoint 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.



SCOTT E. GORDON
Registered Agent

Date: 8-29-01

FILED
01 SEP -4 PM 1:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SEG:FRANCISI_SALES_AOI