

**Electronic Articles of Incorporation
For**

**P02000041285
FILED
April 16, 2002
Sec. Of State**

VENETIAN GARDEN APARTMENTS, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

VENETIAN GARDEN APARTMENTS, INC.

Article II

The principal place of business address:

804 NORTH BELCHER ROAD
SUITE 100
CLEARWATER, FL. 33765

The mailing address of the corporation is:

804 NORTH BELCHER ROAD
SUITE 100
CLEARWATER, FL. 33765

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1000

Article V

The name and Florida street address of the registered agent is:

STAVROS TINGIRIDES
804 NORTH BELCHER ROAD
SUITE 100
CLEARWATER, FL. 33765

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: STAVROS TINGIRIDES

Article VI

The name and address of the incorporator is:

STAVROS TINGIRIDES
804 NORTH BELCHER ROAD
SUITE 100
CLEARWATER, FL 33765

Incorporator Signature: STAVROS TINGIRIDES

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: D
MICHAEL E DRIS
2469 ENTERPRISE ROAD
CLEARWATER, FL. 33763

Title: D
STAVROS TINGIRIDES
804 NORTH BELCHER ROAD, SUITE 100
CLEARWATER, FL. 33765

Article VIII

DURATION: The duration of the corporation is perpetual.

Article IX

CAPITAL STOCK: The stock of the Corporation shall be of a single class and have a par value of one dollar (\$1.00).

Article X

PREEMPTIVE RIGHTS: Each shareholder of the Corporation will have the first right to purchase shares (and any securities convertible into such shares) of any class, kind or series of the Corporation's capital stock that may from time to time be issued, whether or not presently authorized, including treasury shares, in the ratio that the number of shares such shareholder holds at the time of issuance bears to the total number of shares then outstanding, exclusive of treasury shares. Any shareholder's preemptive rights will be waived if such shareholder does not exercise his or her preemptive rights by tendering full payment to the Corporation within thirty (30) days of receipt of written notice from the Corporation stating the prices, terms and conditions for the sale of such shares (or securities convertible into such shares). A shareholder may also waive his other preemptive rights by affirmative written notice of waiver within 30 days of receipt of notice of the Corporation's issuance of shares.

Article XI

INDEMNIFICATION: The Corporation will indemnify any director or officer or any former director or officer, to the fullest extent permitted by law.

Article XII

BYLAWS: The power to adopt, alter, amend or repeal bylaws will be vested in the Corporation's Board of Directors.

Article XIII

AMENDMENT: These Articles of Incorporation may be amended in the manner provided by law.