

**Electronic Articles of Incorporation
For**

P02000072614
FILED
July 02, 2002
Sec. Of State

THORNTON PRESCOTT & WELLINGTON, 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:

THORNTON PRESCOTT & WELLINGTON, INC.

Article II

The principal place of business address:

11360 HERON BAY BOULEVARD
SUITE 2723
CORAL SPRINGS, FL. 33076

The mailing address of the corporation is:

11360 HERON BAY BOULEVARD
SUITE 2723
CORAL SPRINGS, FL. 33076

Article III

The purpose for which this corporation is organized is:

REAL ESTATE INVESTORS, ASSET MANAGERS AND ADVISORS.

Article IV

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

10000 SHARES AT \$1.00 PAR VALUE

Article V

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

CORPORATION SERVICE COMPANY
1201 HAYS STREET
TALLAHASSEE, FL. 32301

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

P02000072614
FILED
July 02, 2002
Sec. Of State

Registered Agent Signature: LAURA R. DUNLAP

Article VI

The name and address of the incorporator is:

THE COMPANY CORPORATION
2711 CENTERVILLE ROAD
SUITE 400
WILMINGTON, DE 19808

Incorporator Signature: LAURA R. DUNLAP

Article VII

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

Title: D
F. ANTHONY SANTIAGO
11360 HERON BAY BOULEVARD, SUITE 2723
CORAL SPRINGS, FL. 33076