

Lindell & Kellison, P.A.

Attorneys and Counselors at Law
12276 San Jose Boulevard
Suite 126
Jacksonville, FL 32223

J. Michael Lindell
Board Certified by the Florida Bar in:
Civil Trial and Business Litigation Law

Lee G. Kellison
Also Licensed as CPA

Telephone
(904) 880-4000
Telecopier
(904) 880-4013

August 14, 2002

P 02000090130

Secretary of State
P.O. Box 6327
Tallahassee, FL 32314

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 AUG 19 AM 11:03

Re: Articles of Organization for First Coast Rental Properties, Inc.

Dear Sir/Madam:

Enclosed please find an original and two copies of Articles of Organization for First Coast Rental Properties, Inc. and an original of the Certificate of Registered Agent, with our firm's check in the amount of \$78.75 for the following:

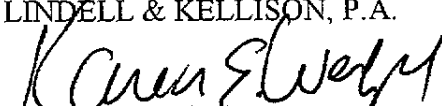
Filing Fee	\$ 35.00
Registered Agent Fee	\$ 35.00
Certificate of Status	<u>\$ 8.75</u>
	\$ 78.75

400007194314--2
-08/19/02--01035--002
*****78.75 *****78.75

Please file the original Articles and Certificate of Registered Agent and return the Certificate of Status to me. If you have any questions or need anything further, please contact me.

Very truly yours,

LINDELL & KELLISON, P.A.


Karen E. Wendzel

KEW/sb

Enclosures

cc: Adrienne and Stephen Sachse

G:\WPDOCS\SACHES\SECSTATE.wpd

8-20
jls (7)

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

02 AUG 19 AM 11:03

FIRST COAST RENTAL PROPERTIES, INC.

ARTICLE I

NAME, PRINCIPAL OFFICE, AND MAILING ADDRESS

The name of this corporation is First Coast Rental Properties, Inc. The corporation's initial principal office and mailing address are located at 309 S. Bay Point Way, Jacksonville, Florida, 32259.

ARTICLE II

NATURE OF BUSINESS

This corporation is organized for the purpose of engaging in and transacting any or all lawful business permitted under the laws of the State of Florida or any other state and of the United States.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue One Hundred (100) shares of common stock having a par value of One and No/100 Dollars (\$1.00) per share, which shares shall be and hereby are designated as "Common Shares".

ARTICLE IV

TERM OF EXISTENCE

The term for which this corporation shall exist shall be perpetual, commencing on the date of filing these Articles.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation in the State of Florida is 12276 San Jose Boulevard, Suite 126, Jacksonville, FL 32223, and the name of the initial registered agent of this corporation is J. Michael Lindell. The Board of Directors may, from time to time, change the registered agent or move the registered office to any other address in Florida.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) Directors initially. The number of Directors may be increased or decreased, from time to time, by amendment to the Bylaws, but in no event shall the number of Directors be reduced below one (1). The names and addresses of the initial Directors of this corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Adrienne Sachse	309 S. Bay Point Way Jacksonville, FL 32259
Stephen Sachse	309 S. Bay Point Way Jacksonville, Florida 32259

ARTICLE VII

INCORPORATOR

The name and address of the incorporator of this corporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Adrienne Sachse	309 S. Bay Point Way Jacksonville, FL 32259

Stephen Sachse

309 S. Bay Point Way
Jacksonville, FL 32259

ARTICLE VIII

AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Both the shareholders and the Board of Directors may repeal, amend or adopt Bylaws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaw made by them that such Bylaw shall not be altered, repealed or amended by the Board of Directors.

ARTICLE IX

PRE-EMPTIVE RIGHTS

Each Shareholder of the common stock of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the price for which it is offered to others, that Shareholder's pro rata portion of the following:

A. Any stock of any class that the Corporation may issue or sell, whether or not exchangeable for any stock of the Corporation of any class or classes, and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed or by any amendment thereof or out of shares of stock of the Corporation acquired by it after the issuance thereof, and whether issued for cash or other consideration; or

B. Any obligation that the Corporation may issue or sell which is convertible into or exchangeable for any stock of the Corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or other instruments conferring

on the holder the right to subscribe for or purchase from the Corporation any shares of its stock of any class or classes.

This right shall be deemed waived by any Shareholder who does not exercise it and pay for the shares preempted within thirty (30) days after receipt of written notice from the Corporation stating the price, terms and conditions of the issue of shares and inviting the Shareholder to exercise this preemptive right. This right may also be waived by a written waiver signed by the Shareholder.

IN WITNESS WHEREOF, the undersigned incorporator, being a natural person competent to contract, has hereunto set his hand and affixed his seal this 10 day of August, 2002.

Adrienne R. Sachse (SEAL)
Adrienne Sachse, Incorporator

Stephen Sachse (SEAL)
Stephen Sachse, Incorporator

STATE OF FLORIDA

COUNTY OF DUVAL

BEFORE ME, personally appeared Adrienne Sachse () to me well known and known to me to be the individual described in or () who presented her drivers license or other identification FLD 920011636090 and who acknowledged to and before me that she executed the foregoing Articles of Incorporation for the purpose therein expressed.

Witness my hand and official seal this 10 day of August, 2002.

Kimberly R. LaSauce
Notary Public, State of Florida at Large.
My Commission expires: 10-16-05

Kimberly R LaSauce
Type or Print name of notary
DD042576
Commission No.



Kimberly R. LaSauce
MY COMMISSION # DD042576 EXPIRES
October 16, 2005
BONDED THRU TROY FAIN INSURANCE, INC.

STATE OF FLORIDA

COUNTY OF DUVAL

BEFORE ME, personally appeared Stephen Sachse () to me well known and known to me to be the individual described in or () who presented his drivers license or other identification FLD 50000000000000000000 and who acknowledged to and before me that he executed the foregoing Articles of Incorporation for the purpose therein expressed.

Witness my hand and official seal this 10 day of August, 2002.



Kimberly R. LaSauce
MY COMMISSION # DD042570 EXPIRES
October 16, 2005
BONDED THROUGH TROY FAIR INSURANCE, INC.

Kimberly R. LaSauce

Notary Public, State of Florida at Large.

My Commission expires: 10-16-05

Kimberly R LaSauce

Type or Print name of notary

DD42570

Commission No.

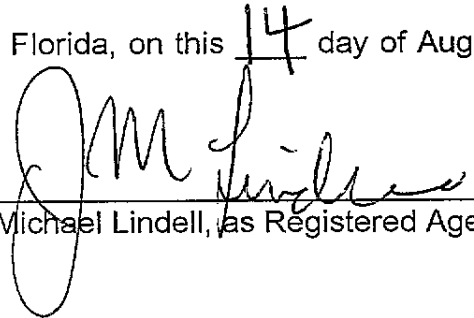
02 AUG 19 AM 11:03

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED
AND ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, First Coast Rental Properties, Inc., desiring to organize under the laws of the State of Florida with its initial principal office, as indicated in its articles of incorporation, being located at 309 S. Bay Point Way, Jacksonville, Florida 32259, has designated J. Michael Lindell as its initial registered agent to accept service of process within this state, and has designated as its initial registered office the following address: 12276 San Jose Boulevard, Suite 126, Jacksonville, Florida, 32223.

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the State of Florida upon First Coast Rental Properties, Inc., a corporation organized under the laws of the State of Florida, does hereby accept the appointment as such Registered Agent for the above-named corporation, and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office of said corporation, which Registered Office is located at 12276 San Jose Boulevard, Jacksonville, Florida 32223.

IN WITNESS WHEREOF, I, the said Registered Agent, have hereunto set my hand and seal at Jacksonville, Duval County, Florida, on this 14 day of August, 2002.


J. Michael Lindell, as Registered Agent