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ICARD, MERRILL, CULLIS, TIMM,
FUREN & GINSBURG, P.A.

ATTORNEYS AND COUNSELORS
2033 MAIN STREET, SUITE 600

SARASOTA, FLORIDA 34237

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F. THOMAS HOPKINS

DIRECT DIAL: (941) 953-8109

E-MAIL: thopkins@icardmerrill.com

REPLY TO:

P.O. BOX 4195

SARASOTA, FLORIDA 34230

August 28, 2002

Department of State
Division of Corporations
Corporate Filings
P. O. Box 6327
Tallahassee, FL 32314

FILED
02 SEP -3 AM 9:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: Jim Massey Realty, Inc.

000007459350--0
-09/03/02--01003--004
*****78.75 *****78.75

To Whom It May Concern:

Enclosed for filing, in duplicate, are Articles of Incorporation for Jim Massey Realty, Inc.

Also enclosed is our check in the amount of \$78.75. Please return a certified copy of the articles to me.

Sincerely,



F. Thomas Hopkins

FTH:lw
Enclosures

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ARTICLES OF INCORPORATION

OF

JIM MASSEY REALTY, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 1. - NAME

The name of the corporation is JIM MASSEY REALTY, INC.

ARTICLE 2. - PRINCIPAL OFFICE

The principal office of the corporation shall initially be at 5724 Doral Drive, Sarasota, FL, 34243. The corporation may change its principal office from time to time as permitted by law.

ARTICLE 3. - MAILING ADDRESS

The initial mailing address of the corporation shall be 5724 Doral Drive, Sarasota, FL, 34243. The corporation may change its mailing address from time to time as permitted by law.

ARTICLE 4. - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE 5. - SHARES

This corporation is authorized to issue 10,000 shares of voting common stock with a par value of \$1.00 per share.

ARTICLE 6. - PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE 7. - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2033 Main Street, Suite 600, Sarasota, Florida, 34237, and the name of the initial registered agent of this corporation at that address is Icard, Merrill, Cullis, Timm, Furen & Ginsburg, P.A.; Attention: F. Thomas Hopkins.

ARTICLE 8. - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one. The name and address of the initial director of this corporation is:

James A. Massey
5724 Doral Drive
Sarasota, FL 34243

ARTICLE 9. - INCORPORATOR

The name and address of the Incorporator is:

F. Thomas Hopkins
Icard, Merrill, Cullis, Timm,
Furen & Ginsburg, P.A.
2033 Main Street, Suite 600
Sarasota, Florida 34237

ARTICLE 10. - CUMULATIVE VOTING

All shareholders are entitled to cumulate their votes for directors.

ARTICLE 11. - INDEMNIFICATION

All officers and directors shall be indemnified by the corporation to the fullest extent permitted by law against all expenses and liabilities, including attorneys' fees reasonably incurred in connection with any threatened, pending or completed action, suit or proceeding or settlement thereof in which they may become involved as a party or otherwise by reason of holding such office. The corporation may purchase and maintain insurance on behalf of all officers and directors against any liability asserted against them or incurred by them in their capacity as officers and directors or arising out of their status as such.

The undersigned Incorporator has executed these Articles of Incorporation on the 28th day

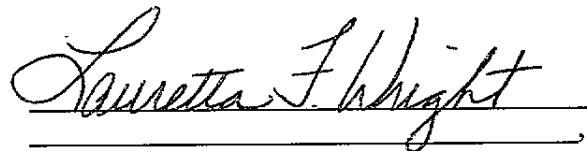
of August, 2002.


F. Thomas Hopkins

STATE OF FLORIDA

COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 28th day of August, 2002, by F. Thomas Hopkins, who is personally known to me.



Notary Public
State of Florida at Large
My Commission Expires:



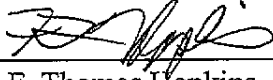
Laurretta F. Wright
Commission # 00 806225
Expires Mar. 14, 2003
Bonded Thru
Atlantic Bonding Co., Inc.

ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT FOR
JIM MASSEY REALTY, INC.

Having been named to accept service of process for the above stated corporation, at the place designated in the corporation's Articles of Incorporation, the undersigned hereby acknowledges and accepts the appointment and agrees to act in this capacity, and it further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties.

DATED: August 28, 2002.

ICARD, MERRILL, CULLIS, TIMM,
FUREN & GINSBURG, P.A.

By: 
F. Thomas Hopkins,
its authorized agent

Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA