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11/19/03--01036--015 **78.75

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12-1-03

ROBERT G. BEARD, JR., J.D., C.P.A.

16644 Valley Drive
Tampa, Florida 33618-1152

(813) 963-0251
FAX (813) 968-5434

November 17, 2003

Department of State
Corporate Records/Division of Incorporations
P.O. Box 6327
Tallahassee, Florida 32314

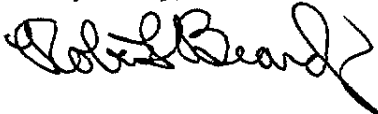
Dear Secretary of State:

Enclosed find one original and a copy of the Articles of Incorporation of HIGHLANDER GROUP, INC.

Also, find enclosed a check made payable to the Secretary of State in the amount of \$ 78.75 which includes the statutory filing fee.

Your assistance in establishing the corporation to be known as HIGHLANDER GROUP, INC. is greatly appreciated.

Respectfully,



enclosures - as stated

EFFECTIVE DATE
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**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

**ARTICLES OF INCORPORATION
OF
HIGHLANDER GROUP, INC.**

ARTICLE I

The name of this corporation is HIGHLANDER GROUP, INC.

ARTICLE II

This corporation shall have perpetual existence, commencing November 17, 2003.

ARTICLE III

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act. More specifically, the general nature of the business to be transacted by this corporation is to engage in every phase and aspect of the acquisition, ownership, development and long-term management of real estate.

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is 10,000 of the par value of one dollar (\$1.00) each. Such shares will be designated Common Shares.

ARTICLE V

The corporation will not commence business until it has received for issuance of shares consideration of the value of \$1,000 consisting of money, labor done or property actually received.

ARTICLE VI

The street address of its initial registered office is 16644 Valley Drive, Tampa, Florida 33618, and the name of its initial registered agent at such address is Robert G. Beard, Jr., JD, CPA.

ARTICLE VII

The corporation's principal office and mailing address is 16644 Valley Drive, Tampa, Florida 33618-1152.

ARTICLE VIII

The number of directors constituting the initial board of directors is two, and the names and addresses of the person or persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

NAME	ADDRESS
Karen Ann Beard	16644 Valley Drive Tampa, Florida 33618-1152
Robert G. Beard, Jr., JD, CPA	16644 Valley Drive Tampa, Florida 33618-1152

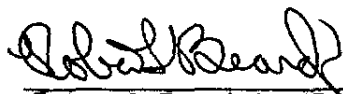
ARTICLE IX

The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

ARTICLE X

The name and address of the incorporator and the person signing these articles is:

NAME	ADDRESS
Robert G. Beard, Jr., JD, CPA	16644 Valley Drive Tampa, Florida 33618-1152


Robert G. Beard, Jr., JD, CPA
Date 11/17/2003

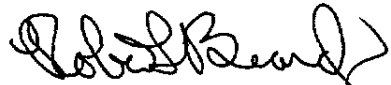
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TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within corporation, at the place designated herein, I hereby agree to act in this capacity, and I further agree to comply with the provisions of the statutes relative to the proper and complete performance of my duties.



Robert G. Beard, Jr., JD, CPA

Date Nov. 17, 2003