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FLORIDA PROFIT CORPORATION OR P.A.

Eagles Trail Apartments, Inc.

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**ARTICLES OF INCORPORATION
OF
EAGLES TRAIL APARTMENTS, INC.**

THE UNDERSIGNED, acting as sole incorporator of EAGLES TRAIL APARTMENTS, INC. under Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such corporation:

**ARTICLE I
NAME**

The name of the corporation is EAGLES TRAIL APARTMENTS, INC.

**ARTICLE II
SHARES**

The number of shares which the corporation shall have authority to issue is One Thousand (1,000), consisting of a single class of common stock, One Dollar (\$1.00) par value per share.

**ARTICLE III
COMMENCEMENT OF CORPORATE EXISTENCE**

The corporation's corporate existence shall be deemed to have commenced on the date on which these Articles of Incorporation are filed by the Department of State.

**ARTICLE IV
PRINCIPAL OFFICE**

The address of the Principal Office of the corporation is 1485 Riviera Drive, Kissimmee, Florida 34744. The location of the Principal Office shall be subject to change as may be provided in bylaws duly adopted by the corporation.

**ARTICLE V
MAILING ADDRESS**

The mailing address of the corporation is 1485 Riviera Drive, Kissimmee, Florida 34744.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The address of the initial Registered Office of the corporation and the initial Registered Agent at such address are as follows:

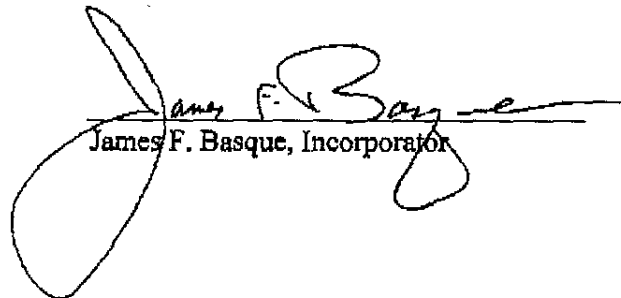
James F. Basque, Esq.
Shuffield, Lowman & Wilson, P.A.
1000 Legion Place, Suite 1700
Orlando, Florida 32801

ARTICLE VII
INCORPORATOR

The name and address of the sole incorporator of the corporation are as follows:

James F. Basque, Esq.
Shuffield, Lowman & Wilson, P.A.
1000 Legion Place, Suite 1700
Orlando, Florida 32801

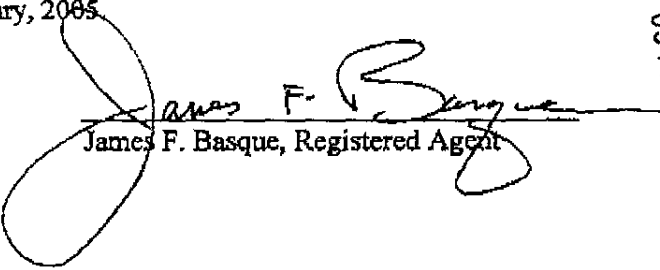
IN WITNESS WHEREOF, these Articles have been signed by the undersigned incorporator this 16th day of February, 2005.


James F. Basque, Incorporator

**ACCEPTANCE OF APPOINTMENT
BY INITIAL REGISTERED AGENT**

THE UNDERSIGNED, an individual resident of the State of Florida, having been named in the foregoing Articles of Incorporation as initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that he is familiar with, and hereby accepts, the obligations set forth in Section 607.0505, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to him as Registered Agent of the corporation.

DATED, this 16th day of February, 2005.


James F. Basque, Registered Agent

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