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(SAMPLE LETTER OF TRANSMITTAL)

Date January 19, 1995

RECEIVED
JAN 26 AM 10:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

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***122.50 ***122.50

Re: WINTER SPRINGS INDUSTRIAL PARK OWNERS ASSOC., Inc.
(name of corporation)

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,



ROGER E. OWEN (individual's name)

2/1/95
TB

WINTER SPRINGS INDUSTRIAL PARK OWNERS ASSOCIATION INC.
(name of corporation)

MAILING ADDRESS OF CORPORATION

100 SR 419, Suite 210

Winter Springs, Fl. 32708

PHONE

(407) 327-6600

Area Code

Number

Ext.

ARTICLES OF INCORPORATION

of

WINTER SPRINGS INDUSTRIAL PARK OWNERS ASSOCIATION, INC.
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

WINTER SPRINGS INDUSTRIAL PARK OWNERS ASSOCIATION, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue One hundred shares (100) of Ten Dollar(s) (\$ 10.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	Roger E. Owen		
ADDRESS	100 SR 419, Suite 210		
CITY	Winter Springs	FLORIDA	ZIP 32708

The principal office, if known, or the mailing address of the corporation is:

NAME	Winter Springs Industrial Park Owners Association, Inc.		
ADDRESS	100 SR 419, Suite 210		
CITY	Winter Springs	FLORIDA	ZIP 32708

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

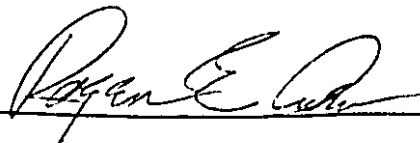
NAME	Roger E. Owen		
ADDRESS	100 SR 419, Suite 210		
CITY	Winter Springs	STATE Florida	ZIP 32708
NAME	Dale R. Turk		
ADDRESS	112 SR 419		
CITY	Winter Springs	STATE Florida	ZIP 32708
NAME	James L. Williams		
ADDRESS	150 SR 419		
CITY	Winter Springs	STATE Florida	ZIP 32708

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	Roger E. Owen		
ADDRESS	100 SR 419, Suite 210		
CITY	Winter Springs	STATE Florida	ZIP 32708
NAME	Dale R. Turk		
ADDRESS	112 SR 419		
CITY	Winter Springs	STATE Florida	ZIP 32708
NAME	James L. Williams		
ADDRESS	150 SR 419		
CITY	Winter Springs	STATE Florida	ZIP 32708

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 19th day of January, 1995.


 _____ (Seal)
 _____ (Seal)
 _____ (Seal)

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

WINTER SPRINGS INDUSTRIAL PARK OWNERS ASSOCIATION, INC.
(name of corporation)

FILED
95 JAN 26 AM 10:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 100 SR 419, Suite 210

Winter Springs, Florida 32708

has named Roger E. Owen

located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

Roger E. Owen
(registered agent)