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JAMES M. WALLACE

ATTORNEY AND COUNSELLOR AT LAW

420 OLD MAIN STREET
(FORMERLY 12TH STREET WEST)
P.O. BOX 1889
BRADENTON, FLORIDA 34206-1889

February 10, 1995

AREA CODE 013
PHONE 746-7157
FAX 747-0598

Secretary of State
Bureau of Corporate Records
Post Office Box 6327
Tallahassee, Fl 32314

700001407807
-02/15/95--01114--008
*****78.75 *****78.75

Re: Martel Realty, Inc.

Dear Folks:

Enclosed herewith is the original Articles of Incorporation of Martel Realty, Inc., together with my check for filing fees, certificate of status and registered agent designation in the amount of \$78.75.

I would appreciate your filing the above Articles and furnishing me with the Certificate of Status for this Corporation.

Thank you for your assistance in this matter.

Sincerely yours,


JAMES M. WALLACE

JMW:gmc

Enc.

SDC

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SECRETARY OF STATE
02 FEB 15 PM 12:33

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 FEB 15 PM 12:33

ARTICLES OF INCORPORATION
OF
MARTEL REALTY, INC.

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation of such corporation:

FIRST: The name of the corporation is MARTEL REALTY, INC.

SECOND: The period of duration of the corporation is perpetual.

THIRD: The purpose or purposes for which the corporation is organized is to engage in any activity or business permitted under the laws of the United States and of this State of Florida.

FOURTH: A further purpose of this corporation is to engage in the ownership and operation of real estate.

FIFTH: Authorized Shares. The aggregate number of shares that the corporation shall have the authority to issue is 7500 shares of Capital Stock with a par value of \$1.00 per share.

Initial Issue. 500 shares of the Capital Stock of the corporation shall be issued for cash at a par value of \$1.00 per share.

Stated Capital. The sum of the par value of all shares of Capital Stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time.

Dividends. The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends, payable either in cash, in property or in shares of the capital stock of the corporation.

No Classes of Stock. The corporation is not authorized to issue shares in series.

SIXTH: The initial street address in Florida of the initial office of the corporation and the corporation's principal office address is 5211 Beacon Road, Palmetto, Florida 34221 the name and address of the initial registered agent is JAMES M. WALLACE, 420 Old Main Street, Post Office Box 1889, Bradenton, Florida 34206.

SEVENTH: The initial Board of Directors shall consist of one or more members, who need not be residents of the State of Florida or shareholders of the corporation.

EIGHTH: The name and address of the person who shall serve as director until the first annual meeting of the shareholders or until his successor shall have been elected and qualified is as follows:

NAME
THOMAS MARTEL

ADDRESS
5211 BEACON ROAD
PALMETTO, FL 34221

NINTH: The name and address of the initial incorporator is as follows:

<u>NAME</u>	<u>ADDRESS</u>
DIANE SUE MARTEL	5211 BEACON ROAD PALMETTO, FL 34221

TENTH: The names, addresses and offices of the persons who shall serve as officers until the first annual meeting or until their successors shall have been elected and qualified is as follows:

<u>NAME & ADDRESS</u>	<u>OFFICE</u>
THOMAS MARTEL 5211 BEACON ROAD PALMETTO, FL 34221	President
DIANE SUE MARTEL 5211 BEACON ROAD PALMETTO, FL 34221	Vice President & Secretary, Treasurer

ELEVENTH: The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a stockholders meeting.

TWELFTH: The initial number of Directors of the Corporation shall regularly consist of one member, but that that member of the Board of Directors may be increased to a total of not more than 35 and decreased to a total not less than one by majority vote of Stockholders.

THIRTEENTH: Each shareholder of any class of stock of this corporation shall be entitled to full pre-emptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire shares to any such unissued or treasury shares.

FOURTEENTH: Directors' Authority to Fix Compensation. Directors shall have authority to fix the compensation unless otherwise provided in Articles of Incorporation or Bylaws.

FIFTEENTH: The corporation shall be deemed to commence its existence on acceptance and filing of these Articles of Incorporation in the Office of the Secretary of the State of Florida.

IN WITNESS WHEREOF, We, the undersigned, have made and subscribed our names to these Articles of Incorporation at Bradenton, Manatee County, Florida, on the 10th day of February, A.D., 1995.


DIANE SUE MARTEL

STATE OF FLORIDA
COUNTY OF MANATEE

BEFORE ME, the undersigned authority, personally appeared DIANE SUE MARTEL, who is to me well known to be the person described in and who subscribed the above Articles of Incorporation, and she did freely and voluntarily acknowledge before me according to law that she made and subscribed the same for the uses and purposes therein mentioned and set forth and did produce her State of Florida Driver's Licenses as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal in said county and State this 16th day of February, A.D., 1995.


NOTARY PUBLIC

(SEAL)

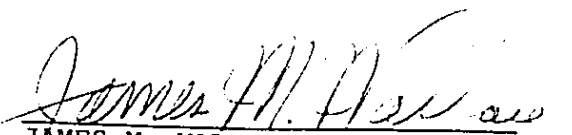
My Commission Expires:



GAIL M. CALANDRA
MY COMMISSION # CC317412 EXPIRES
October 22, 1997
BONDED THRU TROY FAHN INSURANCE, INC.

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, JAMES M. WALLACE, agree as Registered Agent to accept service of process; to keep office open during prescribed hours; and to post my name in some conspicuous place in the office as required by law at 420 Old Main Street, Bradenton, Florida 34205.


JAMES M. WALLACE

FILED
1995 FEB 15 PM 12:33
CLERK OF DISTRICT COURT
JANUARY 1995