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ARTICLES OF INCORPORATION
OF
SEFFI PROPERTY CORP.

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopts the following articles of incorporation for such corporation:

ARTICLE I
Name

The name of the corporation is SEFFI Property Corp., a Florida corporation (the "Corporation").

ARTICLE II
Principal Office and Mailing Address

The principal office and mailing address of the Corporation is One Harbour Place, 5th Floor, Tampa, Florida, 33602, c/o Thomas A. Snow, Attorney at Law.

ARTICLE III
Stock

The Corporation shall have authority to issue 1,000 shares of \$1.00 par value common stock.

ARTICLE IV
Initial Registered Agent and Office

The street address of the Corporation's initial registered office is One Harbour Place, 5th Floor, Tampa, Florida, 33602, and the name of its initial registered agent at that address is Carlton, Fields, Ward, Emmanuel, Smith & Cutler, P.A., Attention: Thomas A. Snow, Attorney at Law.

ARTICLE V
Incorporator

The name and address of the incorporator are:

Name	Address
Thomas A. Snow	Carlton, Fields, Ward, Emmanuel, Smith & Cutler, P.A. One Harbour Place, 5th Floor Tampa, Florida 33602
	CARLTON, FIELDS, WARD, EMMANUEL, SMITH & CUTLER, P.A. One Harbour Place, 5th Floor Tampa, Florida 33602 813-223-7000 Linda L. Fleming, Fla. Bar No. 0843792

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ARTICLE VI
Initial Director

The Corporation initially shall have one director, whose name and address are:

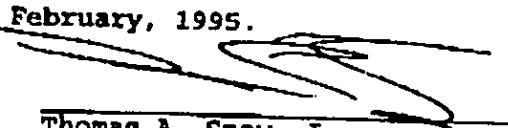
<u>Name</u>	<u>Address</u>
Kathy Lynne Herbert	C/O Creditanstalt-Bankverein 245 Park Avenue New York, New York 10169

ARTICLE VII
Initial Officer

The Corporation initially shall have one officer, who shall serve as its president, secretary, and treasurer. The sole officer's name and address are:

<u>Name</u>	<u>Address</u>
Kathy Lynne Herbert	C/O Creditanstalt-Bankverein 245 Park Avenue New York, New York 10169

Dated this 22nd day of February, 1995.


Thomas A. Snow, Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation, the undersigned: (i) agrees to act in this capacity; (ii) agrees to comply with the provisions of all

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statutes relative to the proper and complete performance of its duties; and (iii) accepts the duties and obligations of acting as registered agent pursuant to Section 607.0505 of the Florida Business Corporation Act.

Dated this 22nd day of February, 1995.

CARLTON, FIELDS, WARD, EM DANUEL,
SMITH & CUTLER, P.A.

Thomas A. Snow, Authorized Agent

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