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ACCOUNT NO. : 072100000032

REFERENCE : 561983 10259A

AUTHORIZATION :

COST LIMIT : $ PREPAID

ORDER DATE : March 17, 1995

ORDER TIME : 9:36 AM

ORDER NO. : 561983

CUSTOMER NO: 10259A

CUSTOMER: Kenneth G. Arsenault, Jr., Esq
ARSENAULT & REARDON, PA

Suite 2
10225 Ulmerton Road
Largo, FL 34641

DOMESTIC FILING

P95000022018

NAME: RIVER WILDERNESS REALTY, INC.

XXXXX ARTICLES OF INCORPORATION
_____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXXX CERTIFIED COPY
_____ PLAIN STAMPED COPY
_____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

FILED
95 MAR 17

EXAMINER'S INITIALS: DL

3-17-95
0214

FILED
95 MAR 17

ARTICLES OF INCORPORATION

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

1. Name and Address. The name of this corporation is RIVER WILDERNESS REALTY, INC., and the principal office and mailing address is 7241 SW 168th Street, Suite C, Miami, Florida 33157.

2. Duration. The period of its duration is perpetual.

3. Purpose. The purpose is to engage in any related activities or business permitted under the laws of the United States and Florida.

4. Capital Stock. The corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares, all of one class, at $1.00 par value.

5. Initial Registered Office and Agent. The name and address of the initial registered agent and office of this corporation is as follows:

Kenneth G. Arsenault, Jr.	10225 Ulmerton Road, Suite 2 Largo, FL 34641

6. Initial Board of Directors. This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by an amendment of the Bylaws of the corporation in the manner provided by law, but shall never be less than one (1).

The names and addresses of the initial directors of this corporation are:

Name	Address
William G. Vernon	7241 S.W. 168 Street, Suite C Miami, FL 33157

7. Incorporator. The name and address of the Incorporator signing these Articles of Incorporation is:

Name	Address
Kenneth G. Arsenault, Jr.	10225 Ulmerton Road, Suite 2 Largo, FL 34641

8. Bylaw Amendment. The power to adopt, alter, amend or repeal the Bylaws of this corporation shall be vested in the Board of Directors and the Shareholders.

9. Indemnification. The corporation may be empowered by resolution of the Board of Directors to indemnify any officer or director, or any former officer or director, in the manner set out and provided for in the Bylaws of this corporation, pursuant to the provisions of Section 607.0850 of the Florida Statutes, as amended.

10. Informal Action of Directors. If a majority of the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

11. Amendment of Articles. The power to amend these Articles of Incorporation shall vest in the Stockholders and Directors, in the manner produced by the Florida Statutes.

12. Pre-emptive Rights. Each shareholder of this

corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares pre-empted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his pre-emptive rights. The right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

13. Director Conflict of Interest. A. No contract or other transaction between a corporation and one or more of its directors, or between a corporation and any other corporation, firm, association or other entity, in which one or more of its directors are directors or officers, or are financially interested, shall be either void or voidable for this reason alone or by reason alone that such director or directors are present at the meeting of the board of directors or of a committee thereof which approves such contract or transaction, or that his or their votes are counted for such purpose:

1. If the fact of such common directorship,

officership or financial interest is disclosed or known to the board or committee, and the board or committee approves such contract or transaction by vote sufficient for such purpose without counting the vote or votes of such interested director or directors; or

2. If such common directorship, officership or financial interest is disclosed or known to the shareholders entitled to vote thereon, and such contract or transaction is approved by vote of the shareholders; or

3. If the contract or transaction is fair and reasonable as to the corporation at the time it is approved by the board, a committee or the shareholders.

B. Common or interested directors may be counted in determining the presence of a quorum at a meeting of the board of directors or of a committee which approves such contract or transaction.

14. Informal Action of Shareholders. Any action of the shareholders may be taken without a meeting if consent in writing setting forth the actions so taken shall be signed by the holders of outstanding stock having not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shares entitled to vote thereon were present and voted, and filed with the Secretary of the corporation as part of the corporate records.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 10th day of March, 1995.

KENNETH G. ARSENAULT, JR.
Incorporator

I hereby accept and am familiar with the duties of being designated as Registered Agent.

KENNETH G. ARSENAULT, JR.
Registered Agent

STATE OF FLORIDA)
COUNTY OF PINELLAS)

BEFORE ME, the undersigned authority, personally appeared KENNETH G. ARSENAULT, JR., to me known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged to and before me that he executed such instrument.

WITNESS WHEREOF, I have hereunto set my hand and seal this 10th day of March, 1995.

Margaret D. Lifford
Notary Public
My Commission Expires:

corp\sunchart\articles

MARGARET D. LIFFORD
MY COMMISSION # CC 312551
EXPIRES: September 1, 1997
Bonded Thru Notary Public Underwriters