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LAW OFFICE

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PEGGY L. CARRY
OF COUNSEL

May 10, 1995

Secretary of State of Florida
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-05/17/95--01108--008
****122.50 ****122.50

Re: Incorporation of "TROPIC LAND MANAGEMENT, INC."

Dear Sir/Madam:

Enclosed is an original and one copy of the Articles of Incorporation of Tropic Land Management, Inc., together with check no. 738 in the amount of \$122.50 representing the following:

Filing Fee:	\$ 35.00
Fee for certified copy:	52.50
Fee for designation of registered agent:	<u>35.00</u>
Total:	<u>\$122.50</u>

When the Articles of Incorporation have been filed, please return to me a certified copy of the Articles of Incorporation and registered agent certificate. A self-addressed, postage prepaid envelope is enclosed for your convenience.

Should you have any questions concerning this filing, please do not hesitate to contact me.

EFFECTIVE DATE Very truly yours,

MAY 12 1995


Robert A. Eisen

RAE/j
Enclosures

FILED
MAY 15 11 00 AM '95
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
TROPIC LAND MANAGEMENT, INC.**

FILED
MAY 15 1995
CLERK OF THE COURT
STATE OF FLORIDA
TALLAHASSEE

The undersigned, being of legal age and a natural person, does hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation for profit under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation is "TROPIC LAND MANAGEMENT, INC." (hereinafter referred to as the "Corporation"). The principal office and mailing address of the Corporation is c/o Robert A. Eisen, Esq., 433 Plaza Real, Suite 275, Boca Raton, Florida 33432.

ARTICLE II

PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business for corporations organized under the Florida Business Corporation Act of the State of Florida.

ARTICLE III

TERM

The term for which the Corporation shall exist shall be perpetual and it will commence three days prior to the filing of these Articles of Incorporation with the Secretary of State of the State of Florida.

EFFECTIVE DATE

MAY 12 1995

ARTICLE IV

CAPITAL STOCK

The aggregate number of shares which the Corporation shall have the authority to issue is 500 shares of common stock, par value \$1.00 per share.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and registered agent of the Corporation in this state is 433 Plaza Real, Suite 275, Boca Raton, Florida 33432 and the name of the initial registered agent of the Corporation at that address is Robert A. Eisen, Esq.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The Corporation shall have one director initially. The number of directors may either be increased or decreased from time to time as provided in the Bylaws of the Corporation, but shall never be less than one.

ARTICLE VII

INCORPORATOR

The name and address of the person signing these Articles of Incorporation as the Incorporator is:

NAME

Robert A. Eisen, Esq.

ADDRESS

433 Plaza Real, Suite 275
Boca Raton, Florida 33432

IN WITNESS WHEREOF, the undersigned Incorporator has executed these
Articles of Incorporation this 10 day of May, 1995.


Robert A. Eisen, Esq.
Incorporator

STATE OF FLORIDA)
) ss:
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 10 day of May,
1995 by ROBERT A. EISEN, ESQ., who is personally known to me.


Notary Public - State of Florida

My Commission Expires:



OFFICIAL SEAL
LISA RUSS
MY COMMISSION EXPIRES
SEPTEMBER 08, 1998
CC141428

**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE
AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

TROPIC LAND MANAGEMENT, INC., desiring to organize under the laws of the State of Florida, which will have its principal office in Boca Raton, Florida, has named ROBERT A. EISEN, ESQ., whose address is 433 Plaza Real, Suite 275, Boca Raton, Florida 33432, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for TROPIC LAND MANAGEMENT, INC., at the place designated in this Certificate, I hereby acknowledge that I am familiar with, and accept, the obligations of serving as the Registered Agent for the Corporation and agree to comply with the applicable provisions of the Florida Statutes.

Dated this 10 day of May, 1995.



Robert A. Eisen, Esq.
Registered Agent

FILED
CLERK OF DISTRICT COURT
JULIAN S. ELLIOTT

95 MAY 15 AM 9:35

FILED