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HEEBNER, BAGGETT & PRECHTL

ATTORNEYS AT LAW
A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS
523 NORTH HALIFAX AVENUE
DAYTONA BEACH, FLORIDA 32118

FILED

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TALLAH

STATE
FLORIDA
/ 253-1705

PETER B. HEEBNER, P.A.
G. LAURENCE BAGGETT, P.A.
RODERICK V. PRECHTL, JR., P.A.

21
June 19, 1995

*BOARD CERTIFIED WILLS, TRUSTS
AND ESTATES LAWYER

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***122.50 ***122.50

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Somerton Properties, Inc.

Gentlemen:

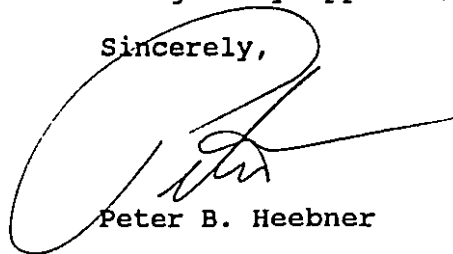
Enclosed are Articles of Incorporation for Somerton Properties, Inc., for filing together with Designation of Registered Agent. This name was previously reserved by Reservation No. R95000001081.

Also enclosed is our firm's check in the amount of \$122.50 to cover the following fees and costs:

Filing Fee	\$ 35.00
Certificate Designating Registered Agent	35.00
Certified Copy of Articles of Incorporation	<u>52.50</u>
	\$122.50

Your assistance in this matter is greatly appreciated.

Sincerely,



Peter B. Heebner

PBH:plo
Enclosures
cc Mr. H. McMurry

X
6-27-95

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ARTICLES OF INCORPORATION 95 JUN 26 PM 4: 26
OF
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
SOMERTON PROPERTIES, INC.

The undersigned, does hereby make, subscribe, acknowledge and file the following Articles of Incorporation for the purpose of becoming a corporation for profit under the Laws of the State of Florida.

ARTICLE I

The name of the corporation is:

SOMERTON PROPERTIES, INC.

ARTICLE II

The corporation shall have perpetual existence.

ARTICLE III

The general purposes for which this corporation is initially organized shall be any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act presently known as Chapter 607, Florida Statutes.

ARTICLE IV

The aggregate number of shares of stock which this corporation is authorized to have outstanding at any time is One

Thousand (1,000) shares of common stock at a par value of One Dollars (\$1.00) per share. All or any part of the authorized capital stock may be paid for in cash, services or property, at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE V

The initial street address in the State of Florida of the principal office of the corporation shall be 770 West Granada Boulevard, Suite 317, Ormond Beach, Florida 32174. The Board of Directors may from time to time move the principal office to any other address in Florida. The initial Registered Agent of this corporation shall be H. McMurry, 770 West Granada Boulevard, Suite 317, Ormond Beach, Florida 32174. The Board of Directors may from time to time change the Registered Agent by designation filed in the office of the Secretary of State, State of Florida.

ARTICLE VI

The number of directors consisting of the initial Board of Directors shall be four (4) and the names and addresses of each person who is to serve on the initial Board of Directors shall be as follows:

H. McMurry
770 W. Granada Blvd., Suite 317
Ormond Beach, Florida 32174.

Bruce Picken
770 W. Granada Blvd., Suite 317
Ormond Beach, Florida 32174.

Margaret Picken
770 W. Granada Blvd., Suite 317
Ormond Beach, Florida 32174.

Peggy A. McMurry
770 W. Granada Blvd., Suite 317
Ormond Beach, Florida 32174.

ARTICLE VII

The name and street address of the incorporator is as follows:

H. McMurry
770 W. Granada Blvd., Suite 317
Ormond Beach, Florida 32174.

ARTICLE VIII

Subject to the applicable laws, this corporation and its stockholders shall be authorized at all such times as shall be desirable or advantageous in the judgment of the Board of Directors, to select treatment for Federal Taxation purposes under Sub-Chapter (S) and Section 1244 of the Internal Revenue Code of the United States of 1954, as amended, and such other laws and Rules and Regulations as they deem necessary or desirable.


ARTICLE IX

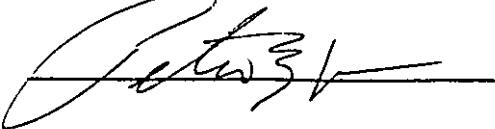
These Articles of Incorporation may be amended in the manner prescribed by law. Each amendment shall be submitted to the Board of Directors and approved by them, then proposed by the Board of Directors to the stockholders, and approved by the stockholders by a majority vote. All Directors and all stockholders may sign a written statement manifesting their intention that a certain


amendment to the Articles of Incorporation shall be made, to signify approval by the Board of Directors and by the stockholders of the proposed amendment.

IN WITNESS WHEREOF, the undersigned subscribing and incorporating person, has hereunto set his hand and seal this 21 day of June, 1995, for the purpose of forming this corporation under the laws of the State of Florida and he hereby makes and files in the office of Secretary of State of the State of Florida these Articles of Incorporation and certifies that the facts stated herein are true.

Signed, sealed and delivered
in the presence of:







H. McMurry

CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVING OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON WHO
PROCESS MAY BE SERVED.

Pursuant to ch.48.091, Fla.Stat., the following is submitted
in compliance with said Act:

That SOMERTON PROPERTIES, INC., desiring to
organize under the laws of the State of
Florida and under the proposed name of
SOMERTON PROPERTIES, INC., with its principal
office as indicated in the Articles of
Incorporation at the City of Daytona Beach,
Volusia County, State of Florida, has named W.
McMurry, 770 West Granada Blvd., Suite 317,
Ormond Beach, Florida 32174, as its Agent to
accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the
above-stated corporation, at place designated in the Certificate,
I hereby accept to act in this capacity, and agree to comply with
the provisions of said Act relative to keeping open said office.

By H. McMurry
H. McMURRY

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