

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8970
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

C. FAX _____
 FILING _____ 35.00
 R. AGENT FEE _____ 35.00
 C. COPY _____ 52.50
 TOTAL _____ 122.50
 N. BANK _____
 BALANCE DUE _____
 OFFIND _____

REQUEST TAKEN CONFIRMED APPROVED
 DATE _____
 TIME _____ CK No. _____
 BY NLC

WALK-IN Will Pick Up 7/18 1:00

RE: STILES Property, INC.

122.50

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input checked="" type="checkbox"/> Foreign Corp. File		
<input type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ()		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX () pgs.		
SUBTOTALS		

95 JUN 18 AM 10:31
 RECEIVED
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

FILED

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 1259.00122.50

95 JUL 16
 RECEIVED
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

FEE.....	\$ 122.50
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

ARTICLES OF INCORPORATION

OF

Stiles Property, Inc.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

FILED
95 JUL 18 AM 10:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE 1

The name of the corporation shall be Stiles Property, Inc., a Florida corporation.

ARTICLE 2

This corporation shall have perpetual existence until dissolved by law.

ARTICLE 3

The general purpose of the corporation is to transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE 4

The principal place of business and mailing address of this corporation shall be:

6400 North Andrews Avenue
Ft. Lauderdale, Florida 33309

ARTICLE 5

The number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand Shares (1,000) of common stock with a par value of ONE (\$1.00) Dollar per share.

Each Stockholder of the Corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the par value thereof, a pro rata portion of:

(1) Any stock of any class that the Corporation may issue or sell, whether or not exchangeable for any stock of the Corporation of any class or classes, and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed or by any amendment thereof or out of shares of stock of the Corporation acquired by it after the issuance thereof, and whether issued for cash, labor done, personal property, or real property, or leases thereof; or

(2) Any obligation that the Corporation may issue or sell which is convertible into or exchangeable for any stock of the Corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or other instrument or instruments conferring on the holder the right to subscribe for or purchase from the Corporation any shares of its stock of any class or classes.

ARTICLE 6

The name and address of the initial registered agent is:

Bryan W. Duke, Esq.

6400 North Andrews Avenue, 5th Floor

Ft. Lauderdale, Florida 33309

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply

with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Bryan W. Duke, Esq.
Registered Agent

ARTICLE 7

The number of Directors constituting the initial Board of Directors of the Corporation is one (1), and his name and address is as follows:

Terry W. Stiles
6400 North Andrews Avenue
Ft. Lauderdale, Florida 33309

ARTICLE 8

The name and address of the incorporator to these Articles of Incorporation is:

Bryan W. Duke, Esq.
6400 North Andrews Avenue, 5th Floor
Ft. Lauderdale, Florida 33309

ARTICLE 9

No contract or other transaction between the Corporation and any other corporation, and no act of the Corporation shall be affected in any way or invalidated by the fact that any of the Directors of the Corporation are pecuniarily or otherwise interested in, or are Directors or officers of, such other corporation. Any Director individually, or any firm which any

Director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the Corporation, provided that the fact that he or such firm is related by virtue of such attribution, shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any meeting of the Board of Directors at which action upon such contact or transaction shall be taken; and any Director of the Corporation who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors which shall authorize any such contract or transaction, and may vote thereat to authorize any such contact or transaction, with like force and effect as if he were not such Director or officer of such other Corporation or not so interested.

ARTICLE 10

A. Stockholder Agreements: The Corporation and its Stockholders or the Stockholders among themselves, may enter into agreements, restricting the transferability or encumbrance of the stock of the Corporation. Such agreements may confer upon the Corporation or the Stockholders, or both an option of first refusal or mandatory purchase in the event of such transfer or encumbrance. Such agreements may include such restrictions during the lifetime or upon the death or legal incompetence of any Stockholder. Nothing in the Articles of Incorporation or the By-Laws shall be construed to authorize a transfer of such stock upon the books of the Corporation in violation of such agreements.

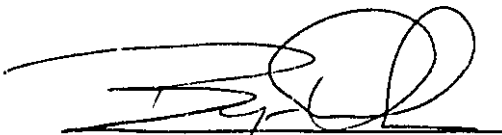
B. Indemnification of Directors and Officers. The Corporation shall indemnify any Director or Officer who by virtue

of his being a Director or Officer of this Corporation, is made a party to any action or proceeding, except when such Director or Officer is adjudicated guilty of malfeasance in the discharge of his duties to the Corporation. Indemnification shall be for all reasonable expenses incurred as a result of such action or proceeding.

C. Director's Liability: No Director shall be liable to the Corporation for any loss or damage suffered on account of any action taken or omitted in good faith, if such Director exercised the same degree of care that a prudent man would have exercised in the conduct of his own affairs. In any action or proceeding brought by or on behalf of the Corporation against a Director, which results in a decision in favor of the Director the Corporation shall reimburse the Director for all reasonable expenses incurred by him in the course of the action or proceeding.

ARTICLE 11

These Articles of Incorporation may be amended upon approval by a vote of Fifty-One percent (51%) of the stock entitled to vote at a duly called shareholders meeting.



Bryan W. Duke, Esq.
Incorporator and Registered Agent

Dated: July 17, 1995

FILED
95 JUL 18 AM 10:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



P95000055276

April 29, 1997

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
Annual Reports Section
409 E. Gaines Street
Tallahassee, FL 32399

6400 N. Andrews Avenue
Fl. Lauderdale, Florida 33309-2114
(954) 776-9300
(954) 771-0416 Fax
Internet: http://www.stiles.com
E-mail: stiles@stiles.com

300002186973--7
-05/21/97--01097--008
*****35.00 *****35.00

Re. Filing of Annual Reports

To Whom It May Concern:

Enclosed for filing are:

- The fully-executed 1997 Profit Corporation Annual Reports and the filing fee of \$15.00 each of the following:

C2T, Inc.	SHIP, Inc.
Glades Park, Inc.	Stiles Silver, Inc.
L.H.T.W., Inc.	Stiles-Ellis, Inc.
SEOLA, Inc.	Stiles Third Avenue, Inc.
SHSPEC, Inc.	SSL Corporate Center, Inc.
Stiles Corporation	North Hills Square, Inc.
Tecado, Inc.	Fort Lauderdale Investment Partnership, Inc.
SEOLA II, Inc.	

FILED STATE
SECRETARY OF CORPORATIONS
APR 30 AM 10:43

- The fully-executed Articles of Dissolution and the filing fee of \$35.00 for each of the following:

Stiles Vizcaya Square, Inc.	SNWS, Inc.
✓ Stiles Property, Inc.	SCBS, Inc.
6400 Congress Point, Inc.	Parkway, Inc.
Gull Associates, Inc.	

DISS. 5/9/97

- The fully-executed Certificates of Cancellation and the filing fee of \$52.50 for each of the following:

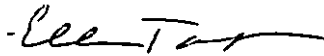
SNWS, Ltd.	Stiles Metro, Ltd.
6400 Congress Point, Ltd.	Parkway, Ltd.
Heron Investments, Ltd.	Park Associates, Ltd.
Stiles Property, Ltd.	

FILING 35
 R. AGENT _____
 CERT. COPY _____
 CUS _____
 OVERPAYMENT _____
 TOTAL 35

Florida Department of State
April 29, 1997
Page 2

Thank you for your attention to this matter.

Sincerely,



Ellen Tannenbaum
for Bryan W. Duke, Esq.

enclosures

FORM 62

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

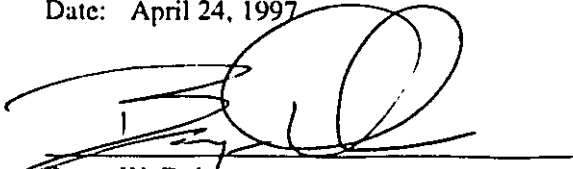
ARTICLES OF DISSOLUTION
BY BOARD OF DIRECTORS AND SHAREHOLDERS

97 APR 30 AM 10:43

Pursuant to FSA § 607.1403, this corporation submits the following articles of dissolution:

1. The name of the corporation is: Stiles Property, Inc.
2. The date of incorporation of the corporation: 07/18/95
3. The date the dissolution was authorized: 12/31/96
4. The dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.
5. These articles will be effective on filing.

Date: April 24, 1997


Bryan W. Duke
Vice President