

1201 BAY STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0395 FAX

800-342-8086



95000060692

ACCOUNT NO. : 972100000032

REFERENCE : 654295, 10281A

AUTHORIZATION : *Patricia Pygus*

COST LIMIT : \$ 70.00

ORDER DATE : August 4, 1995

200001554172

ORDER TIME : 10:04 AM

ORDER NO. : 654295

CUSTOMER NO: 10281A

CUSTOMER: Terry V. Broughton, Esq
TERRY V. BROUGHTON, P.A.

1705-d2 Colonial Boulevard

Fort Myers, FL 33907

DOMESTIC FILING

NAME: GTC PROPERTIES, INC.

XXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XXX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS:

AUG 7 1995 BSB

FILED
95 AUG -7 PM 2:12

FILED
95 AUG -7 PM 2:12

ARTICLES OF INCORPORATION
OF
GTC PROPERTIES, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

GTC PROPERTIES, INC.

The address of the principal office of this corporation shall be 1500 Colonial Boulevard, Suite 234, Ft. Myers, Florida 33907, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation and to own, manage and dispose of the real estate located at 4120 Lorene Drive, Ft. Myers, Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have three Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Mercedes Alfonzo Dir.	1500 Colonial Boulevard, Suite 234 Ft. Myers, Florida 33907
Pedro X. Vallejo Dir.	Same
Cesar E. Vallejo Dir.	Same

ARTICLE VII. INCORPORATOR

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

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on August 7, 1995.

CORPORATION SERVICE COMPANY

By: 

Its Agent, Karen B. Rozar

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: 

Its Agent, Karen B. Rozar

DAS/dgs

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
1-800-342-8086

800-342-8086

P95000060692

CSC networks
PRINCETON HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 654295 10281A

AUTHORIZATION

COST LIMIT

Patricia Pyant
\$ 35.00

ORDER DATE : August 4, 1995

ORDER TIME : 10:17 AM

ORDER NO. : 654295

CUSTOMER NO: 10281A

CUSTOMER: Terry V. Broughton, Esq
Terry V. Broughton, P.a.
1705-d2 Colonial Boulevard

Fort Myers, FL 33907

DOMESTIC AMENDMENT FILING

NAME: GTC PROPERTIES, INC.

XXX ARTICLES OF AMENDMENT
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XXXX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS:

FILED
95 AUG -8 PM 1:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
95 AUG -8 PM 1:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION

ARTICLE II of the Articles of Incorporation of
GTC PROPERTIES, INC. shall be amended to read as
follows:

ARTICLE II. NATURE OF BUSINESS

This corporation shall exist for the limited purpose
of owning, managing, and disposal of the real estate
located at 4120 Lorene Drive, Ft. Myers, Florida.
other state, country, territory or nation.

All other paragraphs and articles of the Articles of
Incorporation shall remain unchanged.

The foregoing amendment was adopted by the Incorporator
without shareholder action because shareholder action was not
required.

The foregoing amendment was adopted on the 8th day
of August, 1995.


BY: Its Incorporator,
Its Agent, Karen B. Rozar

P95000060692

TERRY V. BROUGHTON, P.A.
ATTORNEY AT LAW

100 D. J. CORTLAND BUILDING
TALLAHASSEE, FLORIDA 32301

PHONE 904-224-1100
FAX 904-224-1101

January 12, 1996

Secretary of State
Division of Corporations
P.O. Box 5588
Tallahassee, FL 32314-5588

80000016941133
-01/12/96- 00007-0000
*****35.00 *****35.00

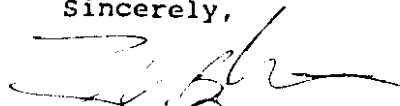
Re: Articles of Amendment

Dear Sir/Madam:

I enclose Articles of Amendment, my check in the amount of \$35.00 for recording the Amendment and a copy of your letter of January 8.

Please file the Amendment and return a copy to me showing the filing of the Amendment in your records.

Sincerely,


Terry V. Broughton

TVB:lm
Encs.
SOS

96 JAN 18 PM 4:09

SECRET
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

2A change

TLL JAN 18 1996

TERRY V. BROUGHTON, P.A.
ATTORNEY AT LAW

3000 COCONUT BOULEVARD
FORT MYERS, FLORIDA 33901

TEL: 941-735-0000
FAX: 941-735-0001

January 2, 1996

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314-6327

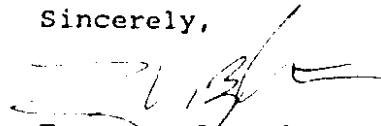
Re: GTC Properties, Inc.

Dear Sir/Madam:

Please find Statement of Change of Registered Agent for the above corporation.

Please file the document and return a copy to me showing the filing.

Sincerely,



Terry V. Broughton

TVB:lm
Enc.
SOS2



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 8, 1996

TERRY V. BROUGHTON, ESQ.
1705-D2 COLONIAL BLVD.
FORT MYERS, FL 33907

SUBJECT: GTC PROPERTIES, INC.
Ref. Number: P95000060692

We have received your document for GTC PROPERTIES, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$35.00.

If you have any questions concerning this matter, please either respond in writing or call (904) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 496A00000792

Florida Department of State, Jim Smith, Secretary of State

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED
AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508,
Florida Statutes, the undersigned corporation organized under the laws of the State of
Florida submits the following statement in order to change its registered office
or registered agent, or both, in the State of Florida.

1a. The name of the corporation is CTV PROPERTIES, INC.

1b. Date of incorporation August 7, 1990 Document number 90000001

2. The name and address of the current registered agent and office:

Corporation Service Company

1201 Bays Street, Tallahassee, FL 32301

3. The name and address of the new registered agent and office
(P.O. Box Not Acceptable)

Cesar F. Vallesio

1500 Colonial Blvd., #104, Fort Myers, FL 33907

The street address of its registered agent and the street address of the business office
of its registered agent as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by
an officer so authorized by the board


SIGNATURE

11/22/90
DATE

CESAR F. VALLESIO Vice President
Typed or printed name and title

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 RELATIVE TO THE PROPER AND COM-
PLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT
THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE _____
(Registered Agent)

DATE _____

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314