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BENSON, MOYLE & CHAMBERS

ATTORNEYS AT LAW
CORPORATE, FINANCIAL, AND REAL ESTATE
COUNSEL
SUITE 200, 100 EAST GAINES STREET
TALLAHASSEE, FLORIDA 32301
TELEPHONE (904) 241-1111
FACSIMILE (904) 241-1112

EFFECTIVE DATE
8-4-95

WILLIAM H. BENSON, ESQ.
MEMBER, FLORIDA BAR
STEWART C. CHAMBERS, ESQ.
MEMBER, FLORIDA BAR

BARBARA E. MOYLE, ESQ.
MEMBER, FLORIDA BAR
LEAH M. WENTZ, ESQ.
MEMBER, FLORIDA BAR

August 4, 1995

THE STATE OF FLORIDA
TALLAHASSEE
PAID BY DEBIT CARD
FACSIMILE (904) 241-1112

VIA FEDERAL EXPRESS

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

ENCLOSURE 554135
08 AUG 2 1995 - 01048 - 0004
*****70.00 *****00.00

Re: Incorporation of J.S. PROPERTY MANAGEMENT, INC.
Our File No. 95-267

Dear Secretary of State:

Please find enclosed the original and one copy of the Articles of Incorporation to be filed with your office along with our check in the amount of \$70.00 representing the filing fee regarding:

J.S. PROPERTY MANAGEMENT, INC.

Please return a stamped copy of the Articles of Incorporation to our office via the enclosed envelope.

Thank you for your cooperation in this regard.

Very truly yours,

AUG 8 1995 BSB

BENSON, MOYLE & CHAMBERS

Mark S. Mucci

Mark S. Mucci
For the Firm

MSM/loc
Enclosures

FILED
AUG 10 7 11 PM '95

ARTICLES OF INCORPORATION
OF
J.S. PROPERTY MANAGEMENT, INC

FILED
25 MAR 7 11:20

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

EFFECTIVE DATE
8-4-95

ARTICLE I

The name of the corporation is J.S. PROPERTY MANAGEMENT, INC. whose principal place of business is 32100 Telegraph Road Suite 200, Bingham Farms, Michigan 48025.

ARTICLE II

The period of duration of the corporation is perpetual.

ARTICLE III

The purpose or purposes for which the corporation is organized are to engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE IV

The corporation shall have the authority to issue one thousand (1,000) shares, all of one class of Capital Stock, with a par value of \$1.00 per share.

ARTICLE V

The address of its initial registered office is BENSON, MOYLE & CHAMBERS, One Financial Plaza, Suite 1600, Ft. Lauderdale, Florida 33394 and the name of its initial registered agent at said address is Mark S. Mucci, Esquire.

ARTICLE VI

The number of directors constituting its initial Board of Directors is one (1), whose name and address are:

Jacqueline I. Smeigel
32100 Telegraph Road, Suite 200
Bingham Farms, Michigan 48025

ARTICLE VII

The name and address of the incorporator is:

Mark S. Mucci, Esq
One Financial Plaza
Suite 1600
Ft. Lauderdale, Fl. 33394

ARTICLE VIII

The shareholders shall have the power to adopt, amend, alter, change, or repeal the Articles of Incorporation when proposed and approved at a stockholder's meeting, with not less than a two-thirds vote of the common stock.

ARTICLE IX

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

ARTICLE X

The holders of the common stock of this corporation shall have preemptive right to purchase, at prices, terms, and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of this corporation as may be issued for money (money or any property or services) from time to time, in addition to that stock authorized by the corporation. The preemptive right of any holder is determined by the ratio of the authorized shares of common stock held by the holder to all shares

of common stock currently authorized

ARTICLE XI

Pursuant to Florida Statute Section 607.2030, the effective date of the commencement of corporate existence is the 4th day of August, 1995 which is the date of subscription and acknowledgment of the Articles of Incorporation. Said Articles of Incorporation are to be filed within five days after such date.

IN WITNESS WHEREOF, THE UNDERSIGNED has made and subscribed of these Articles of Incorporation at Ft. Lauderdale, Florida, on the 4 day of August, 1995.

Mark S. Mucci
MARK S. MUCCI, ESQ.

STATE OF FLORIDA

COUNTY OF BROWARD

BEFORE ME, the undersigned authority personally appeared MARK S. MUCCI who is to me well known to be the person described in and who subscribed to the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal at Ft. Lauderdale, in said County and State this 4 day of August, 1995.

Laurie C. Farnsworth
Notary Public, State of Florida

My Commission Expires:

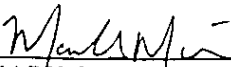


ACKNOWLEDGMENT OF REGISTERED AGENT

STATE OF FLORIDA

COUNTY OF BROWARD

BEFORE ME, the undersigned authority personally appeared MARK S. MUCCI who is to me well known to be the person described in and who is named as the Registered Agent in the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he has authorized said corporation to name him as its initial Registered Agent for the purposes mentioned and set forth in Article V. He did further agree to comply with the provisions of Section 607.0505 Florida Statute (1989) all statutes relating to the proper and complete performance of his duties, and he is familiar with and accepts the obligations of his position as Registered Agent.


MARK S. MUCCI

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Fort Lauderdale, in said County and State this 4 day of August, 1995.


Notary Public, State of Florida

My Commission Expires:



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BENSON, MOYLE & CHAMBERS

ATTORNEYS AT LAW

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

NATIONSBANK TOWER

ONE FINANCIAL PLAZA SUITE 1600

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FORT LAUDERDALE, FLORIDA 33304-1007

WILLIAM H. BENSON, P.A.
BERNARD T. MOYLE, P.A.
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MARK S. MUCCI

KAREN E. EPSTEIN
HOPE L. PLEVY
EVAN B. PLOTKA
LEE A. WEINTRAUB

MARSHALL J. COOPER, P.A., OF COUNSEL

BROWARD (305) 524 6600
DADE (305) 944 3311
PALM BEACH (407) 734 4655
FACSIMILE (305) 463 6963

August 25, 1995

Secretary of State
DIVISION OF CORPORATIONS
P.O. Box 6327
Tallahassee, Florida 32314

Re: J.S. Property Management, Inc.
Our File No. 95-297

P95000061064

Dear Secretary of State:

This letter is to inform your office of an address change in the above referenced corporation.
The new address should be as follows:

J.S. Property Management, Inc.
2700 North A1A #704
North Hutchinson Island, Florida 34949

Thank you for your attention in this matter.

Very truly yours,

BENSON, MOYLE & CHAMBERS

Mark S. Mucci

Mark S. Mucci
Registered Agent for
J.S. Property Management, Inc.

8/29/95a

MSM/loc