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PLEASE REPLY TO
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SAINT AUGUSTINE, FLORIDA 32085-3007

TELEPHONE (804) 825-4000
TELECOPIER (804) 825-4002

HAMILTON D. UPCHURCH
FRANK D. UPCHURCH, JR.
OF COUNSEL

FRANK D. UPCHURCH
(804-1988)

August 8, 1995

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

*****1558598
-08/11/95--01050--020
*****122.50 *****122.50

Re: Ardleigh Bramhope, Inc.
Our File No. 5-95-319

Dear Sir or Madam:

I enclose herewith an original and one copy of the Articles of Incorporation of the above-named corporation. Would you please file same and furnish me with a certified copy.

You will note that Article IX of the Articles of Incorporation sets out the name and address of the Registered Agent of the Corporation.

Likewise, enclosed is a check payable to the Secretary of State in the amount of \$122.50 representing the charges for your filing fee, corporate charter, including a certified copy of the charter document, and registration of registered agent.

Sincerely yours

Michael A. Siragusa

MAS:sp
Enclosures

95 AUG 11 AM 11 31
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
dL 8/15/95

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SECRETARY OF STATE
95 AUG 11 AM 11:31

ARTICLES OF INCORPORATION
OF
ARDLEIGH BRAMHOPE, INC.

The undersigned natural person, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation.

ARTICLE I

Name

The name of the corporation is ARDLEIGH BRAMHOPE, INC.

ARTICLE II

Nature of Business

The general nature of the business to be transacted by this corporation is to engage in any activity or business permitted under the laws of the United States or this State.

ARTICLE III

Shares of Stock

The maximum number of shares of stock that this

corporation is authorized to have outstanding at any one time is one hundred shares of common stock at par value of \$1.00 per share.

ARTICLE IV

Initial Capital

The amount of capital with which this corporation will begin business is not less than \$100.00.

ARTICLE V

Term of Existence

This corporation is to exist perpetually.

ARTICLE VI

Directors

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by bylaws adopted by the stockholders, but shall never be less than two (2) nor more than five (5).

ARTICLE VII

Initial Directors and Officers

The name and address of each member of the first Board of Directors and the officers are:

NAME	ADDRESS	OFFICE
Robert John Green	15 Hypolita Street St. Augustine, Florida 32084	President; Director
Judith Anne Groon	15 Hypolita Street St. Augustine, Florida 32084	Vice-President; Secretary/ Treasurer; Director

ARTICLE VIII

Subscribers

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

<u>NAME</u>	<u>ADDRESS</u>
Robert John Green	15 Hypolita Street St. Augustine, Florida 32084

ARTICLE IX

Principal Office, Initial Registered Office and Registered Agent

The street address and mailing address of the principal office of the corporation and the initial registered office of the corporation is 15 Hypolita Street, St. Augustine, Florida 32084, and the name of the registered agent for the service of process at that address is Robert John Green.

ARTICLE X

Amendment

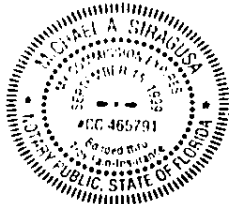
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon.

Robert John Green

STATE OF FLORIDA

COUNTY OF ST. JOHNS

3rd The foregoing instrument was acknowledged before me this day of January, 1995, by Robert John Green, who is personally known to me or who produced n/a as identification.



Signature of Notary

Michael A. Siragusa

Name of Notary Typed, Printed or Stamped

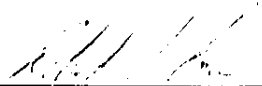
Commission Number CC 465791

My Commission Expires: 9-15-99

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CORPORATIONS
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ACCEPTANCE BY REGISTERED AGENT

I am familiar with and accept the duties and responsibilities as Registered Agent for the foregoing corporation.



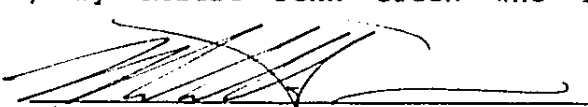
Robert John Green

STATE OF FLORIDA

COUNTY OF ST. JOHNS

The foregoing instrument was acknowledged before me this 3rd day of August 1995, by Robert John Green who is personally known to me.





Signature of Notary

Michael A. Siragusa

Name of Notary Typed, Printed or Stamped

Commission Number CC 465791

My Commission Expires: 9-15-99