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***122.50 ***122.50

ROBINSON & ASSOCIATES, P.A.

SUITE A
1405 W. FAIRBANKS AVE.
WINTER PARK, FL 32789

OFFICE (407) 645-5950
FAX (407) 645-5451

August 23, 1995

Department of State
Corporate Records Division
P.O. Box 6327
Tallahassee, FL 32314

Dear Department of State:

Enclosed please find two original copies of the articles of incorporation for Progressive Property Management of Central Florida, Inc. along with a check payable to State of Florida Department of Corporation in the amount of \$122.50 for filing fees. Please file the enclosed articles, and mail the certified copy to:

Gloria J. Robinson
Robinson & Associates, P.A.
1405 W. Fairbanks Avenue
Orlando, FL 32789

If you have any questions or need further instructions, please give me a call at (407) 645-5950.

Sincerely,

Gloria J. Robinson
Gloria J. Robinson, President

ROBINSON & ASSOCIATES, P.A.

encls.

ACCOUNTING & BUSINESS CONSULTANTS

ARTICLES OF INCORPORATION
OF
PROGRESSIVE PROPERTY MANAGEMENT OF CENTRAL FLORIDA, INC.

FILED
95 AUG 25 AM 7:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME: The name of the corporation is PROGRESSIVE PROPERTY MANAGEMENT OF CENTRAL FLORIDA, INC.

ARTICLE II. PURPOSE: This corporation is organized for the purpose of the transaction of any lawful business for which corporations may be incorporated under the laws of the United States and the State of Florida.

ARTICLE III. DURATION: The corporation is to exist perpetually.

ARTICLE IV. CAPITAL STOCKS: This corporation is authorized to issue ONE THOUSAND (1,000) SHARES of the common stock of a par value of ONE (\$1.00) DOLLAR per share.

ARTICLE V. PRINCIPAL PLACE OF BUSINESS OF CORPORATION: The street address of the principal place of business is 2035 Central Boulevard, Orlando, Florida 32805.

ARTICLE VI. MAILING ADDRESS OF CORPORATION: The mailing address of the corporation is P.O. Box 555878, Orlando, Florida 32805.

ARTICLE VII. INITIAL REGISTERED OFFICE AND AGENT: The name and address of the registered agent is as follows:

GLORIA J. ROBINSON
1405 W. Fairbanks Avenue, Suite A
Winter Park, FL 32789

ARTICLE VIII. INITIAL BOARD OF DIRECTORS: This corporation shall have one (1) director initially. The number of directors may either be increased or decreased from time to time by an amendment of the by-laws, but shall never be less than one (1).

The name and address of the initial directors of this corporation is:

Fred L. Maxwell
2035 W. Central Boulevard
Orlando, Florida 32805

ARTICLE IX. INCORPORATORS: The name and address of the incorporator signing these Articles of Incorporation is:

GLORIA J. ROBINSON
1405 W. Fairbanks Avenue, Suite A
Winter Park, Florida 32789

ARTICLE X. AMENDMENTS: This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF the undersigned incorporator have executed these Articles of Incorporation this 23rd day of August, 1995.


GLORIA J. ROBINSON

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME the undersigned authority, personally appeared GLORIA J. ROBINSON who acknowledged before me that she executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal this 23rd day of August, 1995.




CATHERINE J. BERLINGERI
My Commission CC374553
Expires May, 22, 1998
Bonded by HAI
800-422-1555


NAME:
Notary Public, State of Florida

CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent to accept service of process of Progressive Property Management of Central Florida, Inc., I hereby accept and agree to act in this capacity.


GLORIA J. ROBINSON

ROBINSON & ASSOCIATES, P.A.

SUITE A
1405 W. FAIRBANKS AVE.
WINTER PARK, FL 32789

OFFICE (407) 645-5950
FAX (407) 645-5451

P95000066211

January 3, 1996

Department of State
Corporate Records Division
P. O. Box 6327
Tallahassee, FL 32314

Dear Department of State:

000001682220
-01/03/96--01038--004
*****35.00 *****35.00

Enclosed please find the Articles of Amendments for PROGRESSIVE
PROPERTY MANAGEMENT OF CENTRAL FLORIDA, INC. along with a check
payable to the Department of State in the amount of \$35.00 for filing fees. Please file the
enclosed amendments, and mail the certified copy to:

Gloria J. Robinson
Robinson & Associates, P. A.
1405 W. Fairbanks Avenue, Suite A
Winter Park, FL 32789

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If you have any questions or need further instructions, please give me a call at
(407) 645-5950.

Sincerely,

Gloria J. Robinson

Gloria J. Robinson, President

ROBINSON & ASSOCIATES, P.A.

Enclosures.

NC SH 30

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JAN 29 AM 8:54



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 11, 1996

Gloria J. Robinson
Robinson & Associates, P.A.
1405 W. Fairbanks Ave., Suite A
Winter Park, FL 32789

SUBJECT: PROGRESSIVE PROPERTY MANAGEMENT OF CENTRAL
FLORIDA, INC.
Ref. Number: P95000066211

We have received your document for PROGRESSIVE PROPERTY MANAGEMENT OF CENTRAL FLORIDA, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Amendments for Florida profit corporations are filed in compliance with section 607.1006, Florida Statutes. Please see the enclosed information.

If shareholder approval was not required, a statement to that effect must be contained in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6908.

Steven Harris
Corporate Specialist

Letter Number: 796A00001586

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of
PROGRESSIVE PROPERTY MANAGEMENT OF CENTRAL FLORIDA, INC.

RECORDED
1996 JAN 24
1:54

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation.

FRED MAXWELL, director of **PROGRESSIVE PROPERTY MANAGEMENT OF CENTRAL FLORIDA, INC.**, does hereby amend the Articles of Incorporation as follows:

A. The name of the Corporation to be amended is:

PROGRESSIVE PROPERTY MANAGEMENT OF CENTRAL FLORIDA, INC.

B. The Amendment adopted was unanimously approved and adopted by the board of directors, without shareholder action and shareholder action was not required.

FIRST: ARTICLE I. NAME: The Name of the Corporation is **PROGRESSIVE CITRUS GROVES MANAGEMENT, INC.**

SECOND: The date of the Amendment adoption was December 29, 1995, said Amendment being adopted to change and amend the Articles of Incorporation effective January 1, 1996, as follows:

Signed this 22nd day of January, 1996

By: *Fred Maxwell*
Fred Maxwell, Officer and Director

NOTARY PUBLIC
Gloria J. Robinson
Notary Public, State of Florida
Commission No. CC 517779
My Commission Expires 12/13/99
1-800-3-NOTARY - Fla. Notary Service & Bonding Co.