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ADDITIONAL JURISDICTIONS
CARTER H. PARRY - MICHIGAN
ROBERT A. FARRANCE - GEORGIA
RICHARD G. GROFF - COLORADO

August 23, 1995

Secretary of State
Division of Corporations
Post Office Box 6327
409 East Gaines Street
Tallahassee, Florida 32301

RECEIVED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
AUG 25 1995

Re: BELMONT PARK APARTMENTS, INC.

Gentlemen:

Enclosed please find an original and one copy of the Articles of Incorporation and Certificate Designating Registered Agent for the above corporation, together with a check in the amount of \$122.50 for the filing fees. Please furnish us with a certified copy of the Articles of Incorporation upon filing same.

Thank you in advance for your prompt attention and cooperation to this matter. If you should have any questions, please feel free to contact my office.

Sincerely,

McGUIRE, PRATT, MASIO
& FARRANCE, P.A.

Hugh E. McGuire, Jr.

HEM:tjh
Encs. (3)

FILED
05 SEP -1 AM 10:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P95000068225

ARTICLES OF INCORPORATION
OF
BELMONT PARK APARTMENTS, INC.

FILED
95 SEP -1 AM 10:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator to these Articles of Incorporation, a natural person, competent to contract, does hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be BELMONT PARK APARTMENTS, INC.

ARTICLE II

The general nature of the business to be transacted and carried on by this corporation is to manufacture, design, construct, and to develop, own, hold, use, buy, sell, lease, hire and deal in and with articles and properties of all kinds, and to render services of all kinds; including real estate, and to engage in any lawful act and activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

The total authorized capital stock of this corporation shall be 1,000 shares of common stock having a nominal or par value of \$.10 per share.

ARTICLE IV

The street address of the initial registered office of this corporation shall be 4300 18th Street West, Bradenton, FL 34205, and the initial registered agent at such address will be Joel W.

Sainer.

ARTICLE V

The name and street address of the incorporator to these Articles of Incorporation is Joel W. Sainer, 4300 18th Street West, Bradenton, Florida, 34205.

ARTICLE VI

This corporation shall have one (1) Director initially and his name and address is as follows:

<u>Name</u>	<u>Address</u>
Joel W. Sainer	4300 18th Street West Bradenton. FL 34205

ARTICLE VII

The executive officers of this corporation shall be a President, Vice President, Secretary and a Treasurer. Any person may hold two or more offices. The corporation may also have such other officers and agents as may be deemed necessary and all such officers and agents shall be chosen in such manner, hold their offices for such terms, and have such powers and duties as may be prescribed by the By-Laws or determined by resolution of the Board of Directors not inconsistent with the By-Laws.

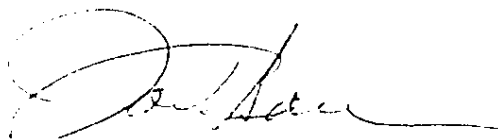
ARTICLE VIII

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights and powers conferred herein upon stockholders, directors and officers are subject to this reserve power.

ARTICLE IX

Each shareholder of the corporation shall be entitled to full pre-emptive rights to acquire his or her proportional part of any unissued or treasury shares of the corporation, or securities of the corporation convertible into or carrying a right to subscribe to or acquire shares, which may be issued at any time by the corporation. But, in no case shall these preemptive rights exist for a period in excess of 30 days from their first being offered to the shareholders.

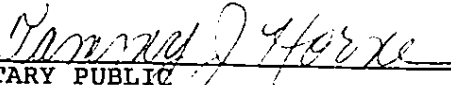
IN WITNESS WHEREOF, I, the undersigned incorporator, for the purposes of forming a corporation for profit pursuant to the laws of the State of Florida, do make, subscribe and acknowledge this certificate and I have hereunto duly executed the foregoing Articles of Incorporation to be filed in the office of the Secretary of State of the State of Florida, for the purposes therein set forth.

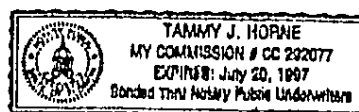

JOEL W. SAINER

STATE OF FLORIDA:

COUNTY OF MANATEE:

The foregoing instrument was acknowledged before me this 25th day of August, 1995, by JOEL W. SAINER, who is personally known to me.


NOTARY PUBLIC
TAMMY J. HORNE
(Print or Type Name)



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED

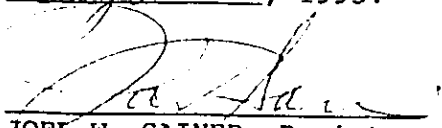
In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

BELMONT PARK APARTMENTS, INC., desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation at 4300 18th Street West, Bradenton, Florida 34205, with JOEL W. SAINER, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

DATED this 25th day of August, 1995.


JOEL W. SAINER, Registered Agent

FILED
05 SEP -1 7:11 PM '95
CLERK OF COURT
JUDICIAL CIRCUIT IN AND FOR
THE SEVENTH JUDICIAL CIRCUIT
BRADENTON, FLORIDA