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PROFESSIONAL & FINANCIAL SERVICE

9600012463

ACCOUNT NO. : 071100000032

REFERENCE : 039039 011350

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : February 8, 1996

ORDER TIME : 10:47 AM

ORDER NO. : 039039

CUSTOMER NO: 011350

CUSTOMER: Thomas A. Dozier, Esq
DOZIER & DOZIER

2407 Fruitville Road
P. O. Box 2738
Sarasota, FL 33578

400001710494
-02/08/96--01055--022
*****70.00 *****70.00

DOMESTIC FILING

NAME: DIAMOND AIRE OF VENICE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: VICKI PEREZ

EXAMINER'S INITIALS: T. BROWN FEB - 9 1996

RECEIVED
96 FEB - 8 PM 12:16
DIVISION OF CORPORATION

FILED
96 FEB - 8 AM 8:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION OF
DIAMOND AIRE OF VENICE, INC.**

FILED
96 FEB -8 AM 8:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 1. - NAME

The name of this corporation is DIAMOND AIRE OF VENICE, INC.

ARTICLE 2. - DURATION

The term of existence of the corporation is perpetual.

ARTICLE 3. - PURPOSE

This corporation is organized for the purpose of engaging in and transacting any all activities or business permitted under the laws of the United States of America and the State of Florida.

ARTICLE 4. - POWERS

This corporation shall have all of the powers enumerated in the Florida Business Corporation Act.

ARTICLE 5. - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of common stock with a par value of \$1.00 per share.

ARTICLE 6. - PREEMPTIVE RIGHTS

Each shareholder of this corporation shall have the first right to purchase upon such price, terms and conditions as shall be fixed by the Board of Directors, shares of any class, kind or series of stock in this corporation that may, from time to time, be issued. Such preemptive rights shall apply to such shares whether such additional shares constitute a part of the shares

presently or subsequently authorized or constitute shares in the treasury of the corporation and shall be exercised in the ratio that the number of shares held by each stockholder at the time of issue bears to the total number of shares outstanding in the name of all stockholders.

ARTICLE 7. - PRINCIPAL OFFICE AND REGISTERED AGENT

The mailing address of the corporation is 317 Park Boulevard North, Venice, FL 34285, and the street address of the initial registered office of the corporation is 317 Park Boulevard North, Venice, FL 34285, and the name of the initial registered agent at such address is: Leighton W. Hunter.

ARTICLE 8. - DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one.

The names and addresses of the initial directors of this corporation are:

Leighton W. Hunter
317 Park Boulevard North
Venice, FL 34285

Ray Claxton
7099 Fruitville Road
Sarasota, FL 34240

ARTICLE 9. - INCORPORATORS

The names and addresses of the Incorporators are:

Leighton W. Hunter
317 Park Boulevard North
Venice, FL 34285

Ray Claxton
7099 Fruitville Road
Sarasota, FL 34240

ARTICLE 10. - CUMULATIVE VOTING

At each election for directors every shareholder entitled to vote in the election shall have the right to cumulate his votes by giving one candidate as many votes as the number of his shares, or by distributing the votes on the same principal among any number of the candidates.

ARTICLE 11. - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in the Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

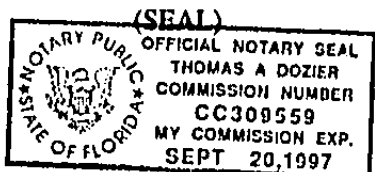
The undersigned Incorporators have executed these Articles of Incorporation on the ____ day of February, 1996.



LEIGHTON W. HUNTER


RAY CLAXTON

STATE OF FLORIDA)
COUNTY OF SARASOTA)

The foregoing instrument was acknowledged before me this 7TH day of February, 1996, by LEIGHTON W. HUNTER, as an Incorporator.

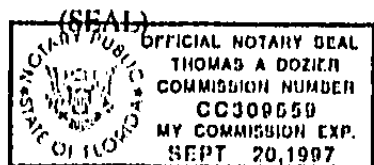



THOMAS A. DOZIER, Notary Public
(Printed Name)
Commission No.:
My Commission Expires:

Personally Known ____ OR Produced Identification x
Type of Identification Produced Florida drivers license

STATE OF FLORIDA)
COUNTY OF SARASOTA)

The foregoing instrument was acknowledged before me this 7th day of February, 1996, by RAY CLAXTON, as an Incorporator.



Thomas A. Dozier
THOMAS A. DOZIER, Notary Public
(Printed Name)
Commission No.:
My Commission Expires:

Personally Known X OR Produced Identification _____
Type of Identification Produced _____

**ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT FOR
DIAMOND AIRE OF VENICE, INC.**

Having been named to accept service of process for the above stated corporation, at the place designated in the corporation's Articles of Incorporation, I hereby acknowledge and accept the appointment and agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED: FEB. 7, 1996.


LEIGHTON W. HUNTER, Registered Agent

FILED
96 FEB -8 AM 8:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA