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 **Board Certified Civil Trial Lawyer
 ***Board Certified Business Bankruptcy Law
 American Bankruptcy Board of
 Certification

Please refer to our file number:
 (941) 364-2713

Writer's direct telex to:

Reply to:

February 9, 1996

Department of State
 Division of Corporations
 PO Box 6327
 Tallahassee, Florida 32314

Re: Patrician Realty, Inc.

Gentlemen:

Enclosed herewith are the following:

1. Original and one copy of the Articles of Incorporation for the above named corporation.
2. Certificate of Designation of and Acceptance by Registered Agent for the corporation.
3. Our check in the amount of \$122.50 covering the following fees and charges:

Filing Fee	\$ 35.00
Registered Agent Designation	35.00
Certified Copy of Articles	52.50

Patrician Realty, Inc. is a Florida corporation for profit and has authorized capital stock of 1,000 shares of a single class having a par value of \$1.00 per share.

We will appreciate your forwarding to us a certified copy of the Articles of Incorporation.

RECEIVED
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA
 FEB 14 AM 8:22

900001714839
 -02/14/96--01066--014
 *****122.50 *****122.50

2/14/96
 [Signature]

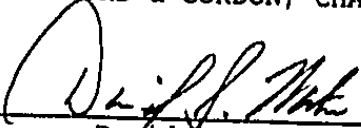
February 9, 1996
Page 2

If you have any questions, please advise.

Very truly yours,

ABEL, BAND, RUSSELL, COLLIER,
PITCHEFORD & GORDON, CHARTERED

By:


David S. Watson

DSW:jwp
Enc.

ARTICLES OF INCORPORATION
OF
PATRICIAN REALTY CORPORATION

FILED
FEB 14 PM 6:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a Corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation is:

PATRICIAN REALTY CORPORATION.

ARTICLE II - TERM OF EXISTENCE

The Corporation is to exist perpetually.

ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1,000 Shares of Common Stock having a par value of \$1.00 per share.

ARTICLE V - PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be 9032 Huntington Pt. Dr., Sarasota, Florida 34238.

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The street address of the registered office of this Corporation is 9032 Huntington Pt. Dr., Sarasota, Florida 34238, and the registered agent at such office is Murray E. Conerby, Jr.

ARTICLE VII - DIRECTORS

This Corporation shall have two (2) Directors initially. The number of Directors may be changed from time to time by Bylaws adopted by the Shareholders. The name and address of each member of the first Board of Directors is:

Murray E. Conerby, Jr.	9032 Huntington Pt. Dr. Sarasota, Florida 34238
Patricia L. Conerby	9032 Huntington Pt. Dr. Sarasota, Florida 34238.

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders Meeting by a majority of the stock entitled to vote thereon.

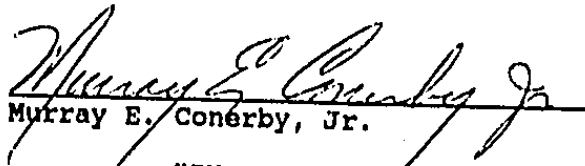
ARTICLE IX - INCORPORATOR

The name and street address of each incorporator to these Articles of Incorporation is:

Murray E. Conerby, Jr.

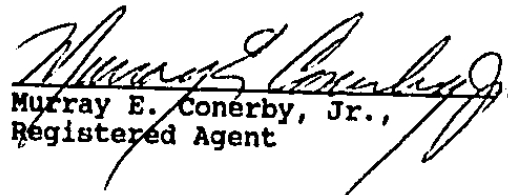
9032 Huntington Pt. Dr.
Sarasota, Florida 34238.

The undersigned has executed these Articles this 31st day of October, 1995.


Murray E. Conerby, Jr.
"INCORPORATOR"

Having been named as Registered Agent and to accept service of process for Patrician Realty Corporation at the place designated in the Articles, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Date


Murray E. Conerby, Jr.,
Registered Agent