

P960000/6074

TRANSMITTAL LETTER

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

*See filing
1/26/76 received 2/6/80
01/2/76 01023000
1/28/75*

Subject:: AEGIS PROPERTY MANAGEMENT, INC., a Florida corporation
(proposed name)

Enclosed is an original and one (1) copy of the articles of incorporation and a check in the amount of \$78.75 (previously submitted - see attached letter) representing payment for the filing fee and certificate.

Please return the photocopy to me with the filing date stamped on it.

JOSEPH CARPENITO
65 ROYAL PALM BLVD., STE B
VERO BEACH, FL 32960

407 562-7200

FILED
26 FEB 21 PM 1:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

January 5, 1996

JOSEPH CARPENITO
65 ROYAL PALM BLVD. STE B
VERO BEACH, FL 32960

SUBJECT: VERO MANAGEMENT, INC.
Ref. Number: W96000000360

We have received your document for VERO MANAGEMENT, INC. and check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 496A00000625

ARTICLES OF INCORPORATION

FILED
96 FEB 21 PM 1:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the corporation shall be:

AEGIS PROPERTY MANAGEMENT, INC.

2. The principal place of business and mailing address of the corporation is:

65 Royal Palm Blvd., Suite B, Vero Beach, FL 32960

3. The corporation shall have the authority to issue 10,000 shares of stock.

4. The registered agent of the corporation is Joseph Carpenito and the registered street address is: 65 Royal Palm Blvd., Suite B, Vero Beach, FL 32960

5. The Initial Board of Directors shall have 1 member whose name and address is as follows:

Joseph Carpenito, 65 Royal Palm Blvd., Suite B, Vero Beach, FL 32960

The number of directors may be raised or lowered by amendment of the bylaws of the corporation but shall in no case be less than one.

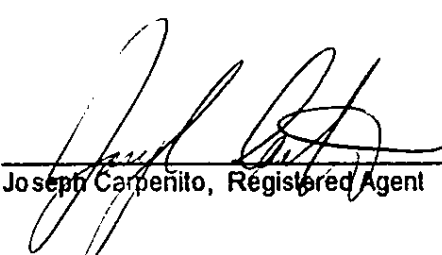
6. The incorporator of this corporation is Joseph Carpenito whose street address is 65 Royal Palm Blvd., Suite B, Vero Beach, FL 32960.

Dated February 15, 1996


Joseph Carpenito, Incorporator

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in its certificate, 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 am familiar with and accept the obligations of my position as registered agent.

Dated February 15, 1996


Joseph Carpenito, Registered Agent