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AEEL, BANI, RUSSELL, COLLIER, PITCHFORD & GORDON
CHARTERED

ATTORNEYS AND COUNSELLORS AT LAW

WILLIAM R. KORP
BOARD CERTIFIED REAL ESTATE ATTORNEY

POST OFFICE BOX 1614
VENICE, FLORIDA 34284-1614
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February 27, 1996

Secretary of State
Corporate Division
Post Office Box 6327
Tallahassee, Florida 32314

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Re: JAPANESE GARDENS REALTY, INC.

Dear Sir or Madam:

In connection with the above referenced matter we enclose the following items:

1. Original and one copy of the Articles of Incorporation.
2. Check in the sum of \$122.50.

We would appreciate your filing these Articles at your earliest convenience and returning a copy of the filed document to the above address. Should you have any questions or concerns, please do not hesitate to contact us.

Sincerely,

Kathleen A. Selvitella
Kathleen A. Selvitella, CLA
Legal Assistant to
William R. Korp

KAS:SectySt.ltr
Enclosures

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 FEB 29 AM 10:08

FILED

SARASOTA

VENICE

FORT MYERS

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3/4/96

ARTICLES OF INCORPORATION
OF
JAPANESE GARDENS REALTY, INC.

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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 the corporation is:

JAPANESE GARDENS REALTY, INC.

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 6181 Teahouse Road, Venice, Florida 34293.

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The street address of the registered office of this

Corporation is WILLIAM R. KORP, ESQUIRE and the registered agent at such office is 333 South Tamiami Trail, Suite 199, Venice, Florida 34285.

ARTICLE VII - DIRECTORS

This Corporation shall have three (3) 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:

CHARLES WALCZAK	501 Lotus Blossom Drive Venice, Florida 34293
RUTH SHONGOOD	500 Morning Glory Drive Venice, Florida 34293
CHARLES NELSON	551 Oriental Poppy Drive Venice, Florida 34293

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 - INCORPORATORS

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

CHARLES WALCZAK	501 Lotus Blossom Drive Venice, Florida 34293
RUTH SHONGOOD	500 Morning Glory Drive Venice, Florida 34293
CHARLES NELSON	551 Oriental Poppy Drive Venice, Florida 34293

The undersigned has executed these Articles this 26 day of Feb, 1996.

Charles Walczak
CHARLES WALCZAK

Ruth Shongood
RUTH SHONGOOD

Charles Nelson
CHARLES NELSON

"INCORPORATORS"

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 26 day of Feb, 1996, by CHARLES WALCZAK (Notary choose one) [] who is personally known to me or [] who has produced _____ as identification.



"OFFICIAL SEAL"
Donald A. De Mott
My Commission Expires 9/17/98
Commission #CC 229018

Donald A. DeMott
Notary Public
Donald A. DeMott
Print Name of Notary Public
My Commission Expires:

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 26 day of Feb, 1996, by RUTH SHONGOOD (Notary choose one) [] who is personally known to me or [] who has produced _____ as identification.



"OFFICIAL SEAL"
Donald A. De Mott
My Commission Expires 9/17/98
Commission #CC 229018

Donald A. DeMott
Notary Public
Donald A. DeMott
Print Name of Notary Public
My Commission Expires:

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 26
day of Feb, 1996, by CHARLES NELSON (Notary
choose one) () who is personally known to me or [] who has
produced _____ as identification.

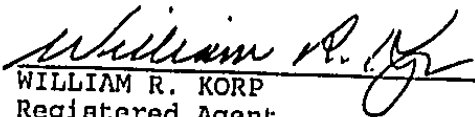


"OFFICIAL SEAL"
Donald A. De Mott
My Commission Expires 9/17/98
Commission #CC 229018

Donald A. De Mott
Notary Public
Donald A. De Mott
Print Name of Notary Public
My Commission Expires:

ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for JAPANESE GARDENS REALTY, INC. at the place designated in the Articles , I hereby accept the appoint 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.



WILLIAM R. KORP
Registered Agent

Date: 2-16-96

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA