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April 10, 1996

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*****70.00 *****70.00

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Att'n: New Filings

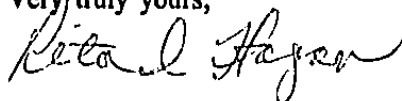
Re: Sunbelt Investment Properties, Inc.

Dear Sirs:

Please file the enclosed Articles of Incorporation for Sunbelt Investment Properties, Inc. My check in the amount of \$70.00 is enclosed. Please return a conformed copy to the undersigned in the enclosed envelope.

Thank you for your attention.

Very truly yours,



RITA I. HAGAN
Legal Assistant

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Encs.

AL APR 16 1996

FILED
96 APR 11 PM 4:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
SUNBELT INVESTMENT PROPERTIES, INC.

FILED
96 APR 11 PM 4:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED Incorporator hereby forms a corporation under Chapter 607 of the Laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be **SUNBELT INVESTMENT PROPERTIES, INC.** The address of the principal office of this corporation shall be 888 S.E. 3rd Avenue, Suite 201, Fort Lauderdale, Florida 33316, and the mailing address shall be 888 S.E. 3rd Avenue, Suite 201, Fort Lauderdale, Florida 33316.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, county, territory or nation.

ARTICLE III - CAPITAL STOCK

The maximum 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 IV - REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 888 S.E. 3rd Avenue, Suite 201, Fort Lauderdale, Florida 33316, and the name of the initial Registered Agent of the corporation at that address is **NORMAN SCHWARTZ**.

ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI - OFFICERS AND DIRECTORS

This corporation shall have one Officer and one Director initially. The name and street address of the initial Officer and Director who shall hold office for the first year of the corporation, or until a successor is elected or appointed is:

GERALD E. FREED 888 S.E. 3rd Avenue
Suite 201
Fort Lauderdale, Florida 33316

ARTICLE VII - INCORPORATOR

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

GERALD E. FREED
888 S.E. 3rd Avenue
Suite 201
Fort Lauderdale, Florida 33316

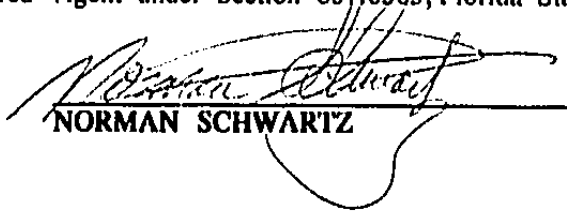
IN WITNESS WHEREOF, the undersigned has hereunto set my hand and seal this 10th day of April, 1996.



GERALD E. FREED

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN ARTICLES OF INCORPORATION

NORMAN SCHWARTZ, having a business office identical with the registered office of the corporation named above and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.


NORMAN SCHWARTZ

FILED
96 APR 11 PM 4:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA