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May 2, 1996

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

100001809141
-05/06/96--01035--009
***122.50 ***122.50

Re: West Palm Beach Development Company
Articles of Incorporation

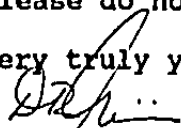
Dear Sirs:

Enclosed please find an original and one copy of the Articles of Incorporation of West Palm Beach Development Company. I have also enclosed my trust account check no. 1132 in the amount of \$122.50 payable to the Secretary of State for filing fees.

If there is any problem with filing the enclosed Articles, please contact my offices prior to returning the same to me; otherwise, please return a certified copy of the Articles at your earliest convenience.

If you have any questions regarding the matters addressed herein, please do not hesitate to contact me; otherwise, I remain

Very truly yours,


D.R. Girvin
DRG/pb
Enclosures:

5/7/96
TB
RECORDED & INDEXED
TALLAHASSEE, FLORIDA
95 MAY -3 PM 1:04
FILED

ARTICLES OF INCORPORATION

OF

WEST PALM BEACH DEVELOPMENT COMPANY

I, the undersigned, hereby make, subscribe, acknowledge and file this Certificate for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be WEST PALM BEACH DEVELOPMENT COMPANY.

ARTICLE II

The purpose of this corporation and the general nature of the business to be transacted by it shall be:

(A) to engage in the business of development and sale of residential and commercial real property; and,

(B) To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of any of the powers enumerated in this Certificate of Incorporation, or any amendment thereof, necessary or incidental to the protection and benefit of the corporation; to carry on any lawful business whatsoever which will accomplish the purposes or objects of the corporation without limiting or restricting in any manner the powers of this corporation; and to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

The capital stock of this corporation shall consist of One Thousand Shares (1,000) shares of common stock having a par value of \$1.00 per share. The whole or any part of the capital stock of the corporation shall be payable in lawful money of the United States of America, or property, labor, or any form or type of services to be valued by the directors of the corporation at a just and fair valuation as shall be fixed by the directors.

ARTICLE IV

This corporation shall have perpetual existence.

ARTICLE V

The initial board of directors shall be composed of two (2) directors, which may be increased by the board at any time by resolution. The names and addresses of the initial directors are:

Jay Sweet
601 North Dixie Highway
West Palm Beach, FL 33402

Richard C. Rathke
700 Highway A1A
Jupiter, Florida 33477

ARTICLE VI

The street address of the initial principal office of the corporation shall be 700 Highway A1A, Jupiter, Florida 33477. The mailing address of the corporation shall be Post Office 3351, Tequesta, Florida 33469. The directors may from time to time change the registered office and the mailing address of the corporation by resolution.

ARTICLE VII

Richard C. Rathke, located at the registered office of the corporation, is designated as the registered agent to accept any service of process within this state on behalf of the corporation. The street address of the initial registered office of the corporation shall be 700 Highway A1A, Jupiter, Florida 33477.

ARTICLE VIII

The incorporator of this corporation shall be Richard C. Rathke. The address of the incorporator is 700 Highway A1A, Jupiter, Florida 33477.


IN WITNESS WHEREOF, the undersigned has made and subscribed this Certificate of Incorporation for the uses and purposes aforesaid.


RICHARD C. RATHKE

STATE OF FLORIDA:
COUNTY OF PALM BEACH:

The foregoing instrument was acknowledged before me this 29th day of April, 1996, by Richard C. Rathke.




D.R. Girvin (Notary Public)
Notary Public State of Florida
My Commission Expires: 2/12/99
Commission No.: CC435632

Personally Known OR Produced Identification
Type of Identification Produced _____

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF §607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is West Palm Beach Development Company.
2. The name and address of the registered agent and office:

Richard C. Rathke
700 Highway A1A
Jupiter, Florida 33477

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



Richard C. Rathke

Apr 29/1986
(Date)

FILED
96 MAY -3 PM 1:04
TALLAHASSEE, FLORIDA