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MICHAEL J. BRUTZ

ATTORNEY AT LAW

2301 W. EAU GALLIE BLVD. • SUITE 1
MELBOURNE, FLORIDA 32935
(407) 752-0025 • FAX (407) 752-0027

April 30, 1996

RECEIVED
MAY 1 1996
FBI - TAMPA
FBI - TAMPA

Secretary of State
P.O. Box 6327
Tallahassee, FL 32314

RE: Articles of Incorporation

Dear Sir:

Enclosed please find the original and one copy of the Articles of Incorporation, along with my check in the amount of \$70.00 to cover the costs of filing the same.

If you have any questions, please do not hesitate to contact this office.

Very truly yours,

Michael J. Brutz
(cal)

Michael J. Brutz

MJB/cah

Enclosure

D. BROWN MAY - 9 1996

ARTICLES OF INCORPORATION OF
REGENCY II, INC.

ARTICLE I
Name

The name of this Corporation is Regency II, Inc.

ARTICLE II
Duration

The Corporation shall have a perpetual existence.

ARTICLE III
Purpose

The purpose of this Corporation is to engage in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV
Capital Stock

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE V
Initial Registered Office and Agent

The initial registered office and principal business address of this Corporation shall be 2351 W. Eau Gallie Blvd, Suite 1, Melbourne, FL 32935 and the initial registered agent of this Corporation at such office shall be Michael J. Brutz who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes, as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE VI
Initial Board of Directors

The Initial Board of Directors shall consist of three (3) members. The number of Directors may be increased or decreased from time to time, by vote of the stockholders, but in no case shall the number of Directors be less than one (1) nor more than four (4). The names and addresses of the Directors constituting the Initial Board of Director are:

NAME	ADDRESS
James L. Baker	2725 Highway A1A Suite 203 Indialantic, FL 32903
Dorothy C. Baker	2725 Highway A1A Suite 203 Indialantic, FL 32903
Joann Jacobs	410 Thrush Drive Satellite Beach, FL 32937

ARTICLE VII
Incorporator

The names and street addresses of the persons signing these Articles of Incorporation are:

NAME	ADDRESS
James L. Baker	2725 Highway A1A Suite 203 Ind'alantic, FL 32903
Dorothy C. Baker	2725 Highway A1A Suite 203 Indialantic, FL 32903
Joann Jacobs	410 Thrush Drive Satellite Beach, FL 32937


JAMES L. BAKER

Dorothy C. Baker
DOROTHY C. BAKER

Joann Jacobs
JOANN JACOBS

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing Articles of Incorporation for Regency II, Inc.
were acknowledged before me this 29 day of
April, 1996, by James L. Baker, Dorothy C. Baker
and Joann Jacobs as Incorporators.

Michael J. Brutz
Notary Public

My Commission expires:



MICHAEL J. BRUTZ
My Commission CC355250
Expires Feb. 23, 1998
Bonded by HAI
800-422-1556

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Regency II, Inc., Michael J. Brutz agrees to act in this capacity and agrees to comply with the provisions of Section 48.091, relative to keeping open such office.

Michael J. Brutz
Michael J. Brutz
2351 W. Eau Gallie Blvd.
Suite 1
Melbourne, FL 32935

Dated: 4/29/96