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PRINCIPAL
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 965562 7101964

AUTHORIZATION *Patricia Pizutto*

COST LIMIT : \$ 70.00

ORDER DATE : May 24, 1996

ORDER TIME : 9:42 AM

ORDER NO. : 965562

CUSTOMER NO: 7101964

80000188818

CUSTOMER: Russell W. Divine, Esq
DIVINE & ESTES, P.A.

P. O. Box 3629

Orlando, FL 32802-3629

DOMESTIC FILING

NAME: DITON GROUP REALTY, INC.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jennifer Moran

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
56 MAY 24, PM 2:03

RECEIVED
56 MAY 24, AM 11:11
DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION
OF
DITON GROUP REALTY, INC.**

FILED
SECRETARY OF STATE
CORPORATIONS
96 MAY 24 PM 2:00

The undersigned incorporator to this Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME OF CORPORATION

The name of this corporation shall be:

Diton Group Realty, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually.

ARTICLE III - INITIAL PRINCIPAL OFFICE

The initial principal office of the Corporation shall be located at **11600 MacKay Boulevard, Orlando, Florida 32826 .**

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business purposes.

ARTICLE V - CAPITAL STOCK

A. The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is 7,000 shares of common stock having a par value of \$1.00 per share, which may be fractional shares.

B. All or any portion of the capital stock may be issued in payment for real or

personal property, services, or any other right or thing having a value, in the judgment of the Board of Directors, at least equivalent to the full value of the stock so to be issued as hereinabove set forth, and when so issued shall become and be fully paid and non-assessable, the same as though paid for in cash; and the directors shall be the sole judges of the value of any property, right or thing acquired in exchange for capital stock, and their judgment of such value shall be conclusive.

C. Notwithstanding the foregoing, the corporation shall have the right to increase its capital stock either with or without par value, and to provide in the event of such increase the designations, preferences, voting powers or restrictions, or qualification of voting powers, of such additional stock, in an amendment to its Certificate of Incorporation.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation shall be:

28 West Central Boulevard, Suite 260, Orlando, Florida 32801

The name of the initial registered agent of this corporation at that address shall be:

Russell W. Divine

ARTICLE VII - INITIAL DIRECTORS AND OFFICERS

The names and street address of the initial members of the Board of Directors and Officers, each to hold office for the first year in existence of this corporation or until their successors are elected or appointed and have qualified are:

<u>Name</u>	<u>Street Address</u>	<u>Office</u>
Lieb Waldman	11600 MacKay Blvd. Orlando, FL 32826	President, Director
Arye Zacks	11600 MacKay Blvd. Orlando, FL 32826	Secretary/Treasurer Director

ARTICLE VIII - INCORPORATOR

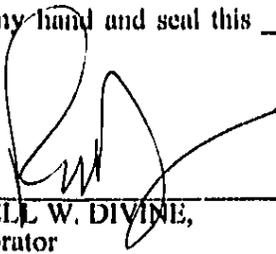
The following is the name and street address of the Incorporator to these Articles of Incorporation:

Russell W. Divine
28 West Central Boulevard, Suite 260
Orlando, FL 32801

ARTICLE IX - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 9 of May, 1996.

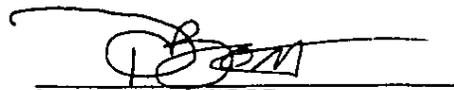


RUSSELL W. DIVINE,
Incorporator

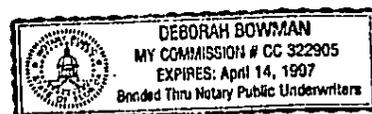
**STATE OF FLORIDA
COUNTY OF ORANGE**

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized to take acknowledgments in the State and County aforesaid, personally appeared Russell W. Divine, to me known or provided _____ identification, to be the person described as the incorporator in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State last aforesaid this 9 of May, 1996.



NOTARY PUBLIC
Print Name:
My commission expires:
Commission No.:



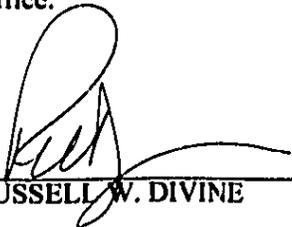
**CERTIFICATE DESIGNATING PLACE OF REGISTERED OFFICE
FOR SERVICE OF PROCESS WITHIN THIS STATE,
NAMING REGISTERED AGENT UPON WHICH
PROCESS MAY BE SERVED**

PURSUANT to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

THAT, , desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in the City of Orlando, County of Orange, State of Florida, has named as its Registered Agent, Russell W. Divine in the City of Orlando, County of Orange, State of Florida, to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.



RUSSELL W. DIVINE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY 21, PM 2:08