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GERALD SOHN, P.A.

Attorney at Law
421 West Church Street
Jacksonville, Florida 32202

355-8425

June 11, 1996

FILED
96 JUN 13 PM 2:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

In Re: Global Midget Investments

Gentlemen,


Enclosed is the original and one copy of the Articles of Incorporation of Global Midget Investments, along with my check payable to the Secretary of State in the amount of \$122.50. Please expedite this matter as soon as possible.

Sincerely,


Gerald Sohn

GS/dsf
Enclosures

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****122.50

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**ARTICLES OF INCORPORATION
OF
GLOBAL MIDGET INVESTMENTS INC.**

We, the undersigned, for the purpose of forming a corporation for profit under the laws of Florida, hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation is GLOBAL MIDGET INVESTMENTS INC.

ARTICLE II - NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation shall be real estate investments and retirement homes.

To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in property, and services of every class, kind and description; except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair, exposition, carpet, furniture, office furniture or office equipment.

To conduct business in, have one or more offices, in, and buy, hold mortgage, sell convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses, in the State of Florida and in all other states and countries.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers or corporate property, or other instruments to secure the payment of corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To endorse, purchase, sell, hold, transfer, mortgage, pledge, or otherwise acquire or dispose of all share of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock to exercise all the right, powers and privileges of ownership, including the right to vote such stock.

To become guarantor or surety for other person, firm or corporation for any purpose of transaction whatsoever.

To make gifts of its property or cash either to charitable organizations or otherwise, when deemed in the interest of the company.

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To adopt such pension, profit sharing, stock option, and deferred compensation plans for officers, employees and directors and to grant such stock options to officers, employees, directors and others as the directors may deem to be in the best interest of the company. To enjoy all of the powers now or hereafter conferred upon corporations by the statutes and laws of the State of Florida.

The foregoing shall be construed as both objects and powers. The enumeration of specific powers and purposes is not intended to restrict or limit in any way the powers or purposes of this corporation. This corporation will qualify as a Sub-Chapter "S" Corporation under the Internal Revenue Code and no powers will be granted or exercised inconsistent with the Internal Revenue Code.

ARTICLE III - CAPITAL STOCK

Each of the three Directors will hold 1/3 of the shares of stock which this corporation will initially issue.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this corporation will begin business is \$1,200.00.

ARTICLE V - TERM

This corporation shall have perpetual existence.

ARTICLE VI - ADDRESS AND REGISTERED AGENT

The street address of the principal office of the corporation and the registered agent is the same and is known as: DONALD SYKES, REGISTERED AGENT, 2046 Rowe Avenue, Jacksonville, FL. 32208.

ARTICLE VII - DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws.

ARTICLE VIII - INITIAL DIRECTORS

The names and post office addresses of the members of the first Board of Directors of the corporation are:

DONALD SYKES
2046 ROWE AVENUE
JACKSONVILLE, FL. 32208

WILLIE STAMPER
2018 ROWE AVENUE
JACKSONVILLE, FL. 32208

LINDA SYKES
2046 ROWE AVENUE
JACKSONVILLE, FL. 32208

ARTICLE IX - INITIAL OFFICERS

The names and addresses of the Donald Sykes- President, 2046 Rowe Avenue, Jacksonville, FL. 32208; Willie Stampor - Vice President, 2018 Rowe Avenue, Jacksonville, FL. 32208 and Lynda Sykes - Secretary, 2046 Rowe Avenue, Jacksonville, FL. 32208.

ARTICLE X - SUBSCRIBERS

DONALD SYKES
2046 ROWE AVENUE
JACKSONVILLE, FL. 32208

LINDA SYKES
2046 ROWE AVENUE
JACKSONVILLE, FL. 32208

WILLIE STAMPER
2018 ROWE AVENUE
JACKSONVILLE, FL. 32208

ARTICLE XI

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the stockholders is subject to this reservation.

The initial By-Laws of this corporation shall be adopted by the directors. The By-Laws may be amended from time to time by either the stockholders or the directors, but the directors may not alter or amend any By-Law adopted by the stockholders.

Ownership of stock shall not be required to make any person eligible to hold office either as an officer or director of this corporation.

The stockholders may, by By-Law provision or by stockholders' agreement, recorded in the minute book, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as they may see fit.

Any subscriber or stockholder present at any meeting, either in person or by proxy, and any director present in person at any meeting of the Board of Directors shall conclusively be deemed to have received proper notice of such meeting unless he shall make objection at such meeting to any defect or insufficiency of notice.

The Board of Directors is heroby specifically authorized to make provision for reasonable compensation to its members for their services as Directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in other capacity and receive compensation therefor in any form.

FDL-S320-192-49-331

Donald Sykes
DONALD SYKES

Linda Sykes
LINDA SYKES

Willie Stamper
WILLIE STAMPER

FDL-S351-892-55-424

STATE OF FLORIDA
COUNTY OF DUVAL

Personally appeared before me, the undersigned authority, DONALD SYKES, LINDA SYKES and WILLIE STAMPER who are to me well known, or who have produced FDL as identification, and known to be the persons described in and who executed the foregoing Certificate of Incorporation and they acknowledge uses and purposes therein mentioned and set forth.

10th day of June, 1996. WITNESS my hand and seal at Duval County, Florida, this

Catherine Price

NAME

NOTARY PUBLIC STATE OF FLORIDA at Large
MY COMMISSION#



ACCEPTANCE OF REGISTERED AGENT

I HEREBY CERTIFY that I am a permanent resident of Duval County, Florida, office address at 2046 Rowe Avenue, Jacksonville, Florida 32208. I hereby am familiar with and accept the duties and responsibilities as Registered Agent for GLOBAL MIDGET INVESTMENTS INC.

DATED this 10th day June, 1996.


DONALD SYKES

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