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TALLAHASSEE, FL 32301  
904-222-1111  
904-222-1112

00-144-8786

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96 AUG 16 AM 11:25  
DIVISION OF CORPORATION

**CSC networks**

PRIME LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 056080 6221A

AUTHORIZATION : *Patricia P. Pyle*

COST LIMIT : \$ 122.50

ORDER DATE : August 16, 1996

ORDER TIME : 10:12 AM

ORDER NO. : 056080

CUSTOMER NO: 6221A

300001824883

CUSTOMER: Gatha K. Milhorn, Legal Asst  
ABEL BAND RUSSELL COLLIER  
PITCHFORD & GORDON, CHARTERED  
Barnett Bank Center, 8-10th Fl  
240 South Pineapple Avenue  
Sarasota, FL 34236-6737

DOMESTIC FILING

NAME: PARAMOUNT REAL ESTATE  
INVESTMENTS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

*g*  
8/16/96

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 AUG 16 PM 1:17

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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ARTICLES OF INCORPORATION  
OF

PARAMOUNT REAL ESTATE INVESTMENTS, INC.

The undersigned incorporator, for the purpose of forming a Corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation is:

PARAMOUNT REAL ESTATE INVESTMENTS, INC.

ARTICLE II - TERM OF EXISTENCE

The Corporation is to exist perpetually.

ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1,875,000 Shares of Common Stock having a par value of \$.001 per share.

ARTICLE V - PRINCIPAL OFFICE

The address of the principal place of business of this Corporation shall be:

6033 34th Street W, #113  
Bradenton, Florida 34210

and, the mailing address of this Corporation shall be:

6033 34th Street W, #113  
Bradenton, Florida 34210

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The registered agent and street address of the registered office of this Corporation is:

Alex H. Lucchesi                      6033 34th Street W, #113  
Bradenton, Florida 34210

ARTICLE VII - DIRECTORS

This Corporation shall have two (2) Directors initially. The number of Directors may be changed from time to time by Bylaws adopted by the Shareholders. The name and address of each member of the first Board of Directors is:

Alex H. Lucchesi                      6033 34th Street W, #113  
Bradenton, Florida 34210

Katrin H. Lucchesi                      6033 34th Street W, #113  
Bradenton, Florida 34210

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors,

proposed by them to the Shareholders and approved at a Shareholders Meeting by a majority of the stock entitled to vote thereon.

ARTICLE IX - INCORPORATOR

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

Alex H. Lucchesi                      6033 34th Street W, #113  
   Bradenton, Florida 34210

The undersigned has executed these Articles this 15<sup>th</sup> day of August, 1996.

Alex H. Lucchesi  
Alex H. Lucchesi

"INCORPORATOR"

Having been named as Registered Agent and to accept service of process for PARAMOUNT REAL ESTATE INVESTMENTS, INC. at the place designated in the Articles, 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.

8/15/96  
Date

Alex H. Lucchesi  
Alex H. Lucchesi  
Registered Agent

(GHM:gkm\7603-2\Paramount Articles.186033)