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Admitted in District of Columbia
and in Wisconsin

Handwritten: Pg 6000069863
Stamp: August 16 1996

Secretary of State
Division of Corporations
P. O. Box 6327
State of Florida
Tallahassee, FL 32304

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-08/20/96--01036--007
***122.50 ***122.50

RE: THE REALTY FUND, INC.

Dear Sir:

Enclosed for filing is the original and one photocopy of the Articles of Incorporation for The Realty Fund, Inc. Please return a certified copy of the Articles to me at the above-letterhead address. Also enclosed is my firm's check in the amount of \$122.50 for the filing fee and certified copy.

Thank you.

Very truly yours,

Handwritten signature: Richard L. Alford
Richard L. Alford

RLA/gh
Enclosure

AUG 22 1996

Handwritten: BSB

FILED
96 AUG 19 AM 9:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

THE REALTY FUND, INC.

FILED
96 AUG 19 AM 9:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of the Corporation is THE REALTY FUND, INC., and its mailing address is 102 Lexington Street, Oldsmar, Florida 34677.

ARTICLE II

DURATION

This corporation shall exist perpetually, commencing as of the date of acceptance and filing of these Articles by the Secretary of State of Florida.

ARTICLE III

PURPOSE

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

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of \$1.00 par value common stock.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 102 Lexington Street, Oldsmar, FL 34677, and the name of its initial registered agent of this corporation at that address is Cameron W. Vale.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one. The name and address of the initial director of this corporation is:

<u>Name</u>	<u>Address</u>
Cameron W. Vale	102 Lexington Street Oldsmar, FL 34677

ARTICLE VII

INCORPORATOR

The name and address of each person signing these Articles is:

<u>Name</u>	<u>Address</u>
Cameron W. Vale	102 Lexington Street Oldsmar, FL 34677

ARTICLE VIII

CUMULATIVE VOTING

At each election for directors every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

ARTICLE IX

PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE X

INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI

BYLAWS

The initial Bylaws shall be adopted by the Board of Directors.

The power to alter, amend or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE XII

AMENDMENT

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

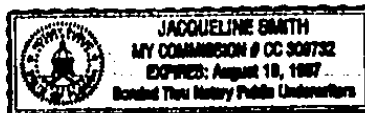
IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on the 14 day of August, 1995⁹⁶.

Cameron W. Vale
CAMERON W. VALE

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing Articles of Incorporation were acknowledged before me, this 14 day of January, 1995⁹⁶ by CAMERON W. VALE, who is personally known to me or who has produced FLDL up 1998 as identification, pursuant to Florida Statutes.

Jacqueline Smith
Notary Public
Name: _____
Commission No: _____
My Commission Expires: _____



ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of THE REALTY FUND, INC. which is contained in the foregoing Articles of Incorporation.

Dated this 14 day of August, 1995.

Cameron W. Vale
Cameron W. Vale, as Registered Agent

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