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FILED

96 OCT 18 PM 2:57

DAVID S. BECKER
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JAMES D. DYE
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GEORGE H. HARRISON
G. JOSEPH HARRISON
THOMAS W. HARRISON
ROBERT W. HENDRICKSON
W. NELSON KIRKLAND



SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Please Reply to
Post Office Box 400
Tallahassee, Florida 32306-0400

For (941) 746-9229

October 1, 1996

Secretary of State
Corporate Division
Post Office Box 6327
Tallahassee, Florida 32314

500001800300
-10/04/96--01072--019
***122.50 ***122.50

Re: PRO-TEK PROPERTY MANAGEMENT COMPANY, INC.
~~PRO-TEK, INC.~~

Ladies or Gentlemen:

Enclosed in duplicate are the Articles of Incorporation for the above captioned corporation together with the certificate designating the Registered Agent. We also enclose our check in the amount of \$122.50 to cover the following:

1. \$35.00 - Filing Fee
2. \$52.50 - Certified Copy of Articles
3. \$35.00 - Filing Registered Agent Certificate

Subsequent to filing of the enclosed Articles of Incorporation, please forward the certified copy to me at the above letterhead address. Thank you for your cooperation in this matter.

Very truly yours,

HARRISON, HENDRICKSON,
DOUGLASS & KIRKLAND, P.A.

By: Thomas W. Harrison
Thomas W. Harrison

TWH:gb
Enclosures

W96-21270
PH 10/18/96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 8, 1996

HARRISON, HENDRICKSON, DOUGLASS & KIRKLAND, P.A.
P O BOX 400
BRADENTON, FL 34206-0400

SUBJECT: ~~PRO-TEK, INC.~~
Ref. Number: W96000021270

PRO-TEK PROPERTY MANAGEMENT COMPANY, INC.

We have received your document for ~~PRO-TEK, INC.~~. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 696A00045875

HARRISON, HENDRICKSON, DOUGLASS & KIRKLAND, P.A.
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ROBERT W. HENDRICKSON III
W. NELSON KIRKLAND



Please Reply To
Post Office Box 400
Bradenton, Florida 34206-0400

Fax (941) 746-9229

October 16, 1996

Secretary of State
Corporate Division
Post Office Box 6327
Tallahassee, Florida 32314

Re: PRO-TEK PROPERTY MANAGEMENT COMPANY, INC.

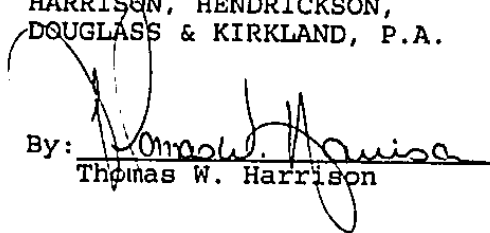
Ladies or Gentlemen:

Enclosed, in duplicate, are the Articles of Incorporation for the above captioned corporation together with the certificate designating the Registered Agent. The name of the corporation has been changed, as shown above, and we resubmit these Articles together with a copy of your letter of October 8, 1996.

Subsequent to filing of the enclosed Articles of Incorporation, please forward the certified copy to me at the above letterhead address. Thank you for your cooperation in this matter.

Very truly yours,

HARRISON, HENDRICKSON,
DOUGLASS & KIRKLAND, P.A.

By: 
Thomas W. Harrison

TWH:gb
Enclosures

ARTICLES OF INCORPORATION

OF

PRO-TEK PROPERTY MANAGEMENT COMPANY, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the provisions of Chapter 607 of the Florida Statutes, hereinafter referred to as the Corporation, hereby agrees to the following:

ARTICLE I - NAME

The name of the Corporation shall be PRO-TEK PROPERTY MANAGEMENT COMPANY, INC. The mailing address of the Corporation shall be, 8466 North Lockwood Ridge Road, Suite 108, Sarasota, Florida 34243.

ARTICLE II - PURPOSE AND POWERS

Section 1. The Corporation is formed for the purpose of engaging in any lawful activity or business for which corporations may be incorporated under the laws of the State of Florida.

Section 2. The Corporation may exercise all powers, rights and privileges conferred on corporations pursuant to the laws of the State of Florida.

ARTICLE III - TERM OF EXISTENCE

The corporation shall have perpetual existence.

ARTICLE IV - CAPITAL STOCK

The authorized capital stock of the Corporation shall be one thousand (1,000) shares of common stock having no par value.

ARTICLE V - BOARD OF DIRECTORS

Section 1. The business and affairs of the Corporation shall be managed by a Board of Directors, the members of which shall be hereinafter referred to as Directors.

Section 2. The initial Board of Directors of the Corporation shall consist of two (2) Directors, whose names and addresses are as follows:

NAME	ADDRESS
RALPH S. WEAVER	6304 Thorndon Circle University Park, Florida 34201
JOHN R. HOUSE	7358 Eaton Court University Park, Florida 34201

Section 3. The number of Directors shall be as provided in the Bylaws of the Corporation, but shall not be less than one (1).

Section 4. Directors shall be elected and hold office as provided in the Bylaws.

ARTICLE VI - BYLAWS

Section 1. The Board of Directors shall adopt Bylaws for the Corporation at a meeting of the Board of Directors following the filing of these Articles of Incorporation.

Section 2. The power to adopt, alter, amend or repeal the Bylaws of the Corporation may be exercised by the Board of Directors or the Shareholders in accordance with the provisions of the Bylaws.

Section 3. Any Bylaws adopted by the Board of Directors or the Shareholders may be altered, amended or repealed by the other group; provided, however, that any Bylaws adopted by the Shareholders may provide that it shall be altered, amended, or repealed only by the Shareholders.

ARTICLE VII - AMENDMENTS

These Articles of Incorporation may be amended as set forth in the Florida Statutes, as amended from time to time.

ARTICLE VIII - REGISTERED OFFICE AND AGENT

Section 1. The street address of the initial registered office of the Corporation shall be 7358 Eaton Court, University Park, Florida 34201.

Section 2. The name of the initial registered agent of the Corporation located at said address shall be JOHN R. HOUSE.

ARTICLE IX - INCORPORATOR

The name and address of the incorporator is:

NAME	ADDRESS
JOHN R. HOUSE	7358 Eaton Circle University Park, Florida 34201

IN WITNESS WHEREOF, for the purpose of forming a corporation under the laws of the State of Florida, the undersigned executed these Articles of Incorporation on this 15 day of October, 1996.

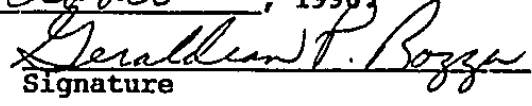

JOHN R. HOUSE

STATE OF FLORIDA
COUNTY OF MANATEE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared JOHN R. HOUSE, to me known to be the person described in and who executed the foregoing Articles of Incorporation and that he acknowledged before me that he executed the same. I relied upon the following form of identification of the above named person:

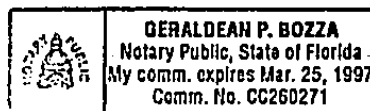
✓ who is personally known to me,
 who produced _____ as
 identification.

WITNESS my hand and official seal in the County and State last aforesaid this 15 day of October, 1996.


Signature

Printed Name
Notary Public-State of Maryland
Commission No. _____

My Commission Expires:



ACCEPTANCE

I heroby accept to act as initial Registered Agent for PRO-TEK
PROPERTY MANAGEMENT COMPANY, INC. as stated in these Articles of
Incorporation.


JOHN R. HOUSE

CORP\ARTICLES

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA