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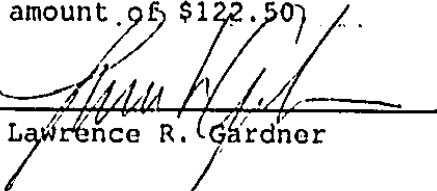
TRANSMITTED

November 27, 1996

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

SUBJECT: NewGen Properties, Inc.

I enclose an original and one copy of the Articles of
Incorporation for the above corporation and a check in the
amount of \$122.50.


Lawrence R. Gardner

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-12/03/96--01106--002
***122.50 ***122.50

From: Lawrence R. Gardner

300 Tunnel Mtn. Rd.

Sylva, North Carolina 28779

(704) 586-1258

FILED
96 DEC -2 AM 7:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AB 12/4

ARTICLES OF INCORPORATION
OF
NEWGEN PROPERTIES, INC.
A FLORIDA CORPORATION

FILED
96 DEC -2 AM 7:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a Florida corporation ("Corporation") under the Florida General Corporation Act, Chapter 607 of the Florida Statutes, hereby causes to be delivered the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is NEWGEN PROPERTIES, INC.

ARTICLE II

ADDRESS

The mailing address of the Corporation is:

300 Tunnel Mtn. Rd.
Sylva, NC 28779

ARTICLE III

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE IV

CAPITAL STOCK

The Corporation is authorized to issue Ten Thousand (10,000) shares of Common Stock having no par value.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 2215 Belvedere Road, West Palm Beach, Florida 33406, and the name of the initial Registered Agent of the Corporation at that address is Lawrence R. Gardner.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The Corporation shall initially have five (5) directors to hold office until the first annual meeting of shareholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The names and addresses of the initial directors of the Corporation are as follows:

<u>Name</u>	<u>Address</u>
Jose F. Auais, Jr.	17900 N.W. 77th Court Hialeah, Florida 33015
Jerry Lee Bennett	4121 121st Terrace North Royal Palm Beach, Florida 33411
Jennifer M. Gardner	300 Tunnel Mtn. Rd. Sylva, North Carolina 28779
Lawrence R. Gardner	300 Tunnel Mtn. Rd. Sylva, North Carolina 28779
Wayne M. Smith	375 Kathy Lane Margate, Florida 33068

ARTICLE VII

INCORPORATOR

The name and address of the person signing these Articles are as follows:

<u>Name</u>	<u>Address</u>
Lawrence R. Gardner	300 Tunnel Mtn. Rd. Sylva, North Carolina 28779

ARTICLE VIII

AMENDMENTS

The power to amend these Articles of Incorporation in accordance with law is reserved to the shareholders. Any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 27th day of November, 1996.

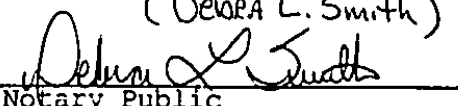

LAWRENCE R. GARDNER
Incorporator

STATE OF NORTH CAROLINA)

COUNTY OF JACKSON)

BEFORE ME, the undersigned authority, authorized to take acknowledgments in the State and County set forth above, personally appeared LAWRENCE R. GARDNER, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

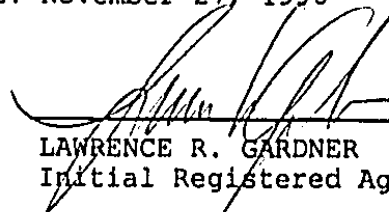
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official SEAL in the State and County aforesaid, this 27th day of November 1996.

(Debra L. Smith)

Notary Public
My commission expires: 24 October 90

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

FILED
96 DEC -2 AM 7:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I hereby accept the appointment as the initial Registered Agent of NEWGEN PROPERTIES, INC., as made in the foregoing Articles of Incorporation, and agree to act in such 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 the initial Registered Agent of NEWGEN PROPERTIES, INC. Date: November 27, 1996



LAWRENCE R. GARDNER
Initial Registered Agent