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PLEASE REPLY TO: Port St. Lucie

December 10, 1996

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

800002029248--0
-12/13/96--01096--013
****122.50 ****122.50

Re: Lake Maude Estates, Inc.

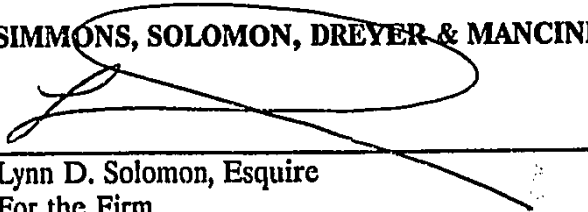
Dear Sir/Madam:

Enclosed please find Articles of Incorporation for the above-referenced corporation along with a check in the amount of \$122.50 to cover your fees.

Please file the original Articles and return the certified copy to the undersigned. Your prompt attention to this matter would be appreciated.

Sincerely yours,

SIMMONS, SOLOMON, DREYER & MANCINI


Lynn D. Solomon, Esquire
For the Firm

LDS/aft

Enclosures

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FILED
96 DEC 13 PM 2:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DEC 16 1996

**ARTICLES OF INCORPORATION
OF
LAKE MAUDE ESTATES, INC.**

FILED
96 DEC 13 PM 2:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE ONE

Name

The name of this Corporation shall be **LAKE MAUDE ESTATES, INC.**

ARTICLE TWO

Duration

The term of existence of this Corporation is perpetual.

ARTICLE THREE

Purpose

The Corporation is established for the purpose of acquiring, developing and selling real property. However, the Corporation may transact any and all lawful business for which corporations may be transact under Florida law.

ARTICLE FOUR

Capital Stock

The aggregate number of shares that the Corporation has authority to issue is one hundred thousand (100,000), all of which shall be common shares with one dollar (\$1.00) par value.

ARTICLE FIVE

Principal Office

The principal place of business and mailing address of this Corporation shall be 10960 Pine Creek Lane, Port St. Lucie, Florida 34986.

ARTICLE SIX

Registered Office

The street address of the initial registered office of the Corporation shall be 145 NW Central Park Plaza, Suite 200, Port St. Lucie, Florida 34986, and the name of the initial registered agent is **LYNN D. SOLOMON, ESQUIRE.**

ARTICLE SEVEN

Board of Directors

This Corporation shall have two (2) Directors initially. The number of Directors may be either increased or decreased from time to time by an amendment of the by-laws of the Corporation in the manner provided by law.

The following are the name and address of the Board of Director:

Linnes Finney, Jr.
10960 Pine Crest Lane
Port St. Lucie, Florida 34986

Nathaniel Birdsong, Jr.
P.O. Box 3671
Winter Haven, Florida 33888

ARTICLE EIGHT

Incorporator

The name and address of the Incorporator signing these

Articles of Incorporation is:

Linnes Finney, Jr.
10960 Pine Crest Lane
Port St. Lucie, Florida 34986

ARTICLE NINE

Informal Shareholder Action

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the Corporation as part of the corporate records.

ARTICLE TEN

Informal Director Action

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the Corporation, and the writings evidencing their consent are filed with the Secretary of the Corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE ELEVEN

Indemnification

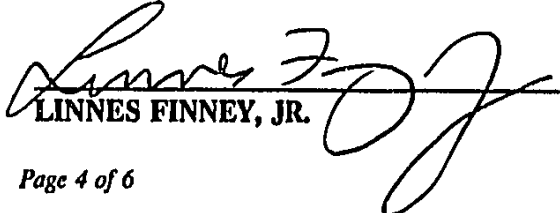
The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE TWELVE

Bylaws

The Bylaws of this Corporation shall be adopted by the Board of Directors and may be altered, amended or rescinded, at a duly called regular or special meeting of the Board of Directors or by an affirmative vote of a majority of all the Directors present in person or by proxy.

In Witness Whereof, the undersigned Incorporators have executed these Articles of Incorporation this 10th day of December, 1996.


LINNES FINNEY, JR.

State of Florida
County of St. Lucie

The Foregoing Instrument was acknowledged before me this 10th day of December, 1996, by Linnes Finney, Jr., who is personally known to me and is known to be the person who executed the foregoing **ARTICLES OF INCORPORATION**, and who did not take an oath.

In Witness Whereof, I have hereunto set my hand and seal this 10th day of December, 1996.



ALICE FRANCIS-TUCKER
My Commission CC298684
Expires Jun. 29, 1997
Bonded by HAI
800-422-1555

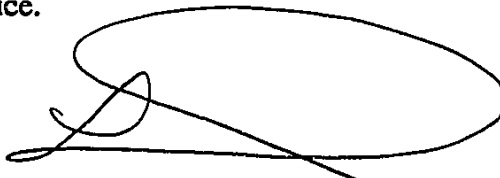
Alice Francis-Tucker
NOTARY PUBLIC-State of Florida

FILED
96 DEC 13 PM 2:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING PLACES OF BUSINESS
OR DOMICILE FOR THE SERVICES OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted
in compliance with said Act:

That LAKE MAUDE ESTATES, INC., a Corporation for Profit, has named
LYNN D. SOLOMON, ESQUIRE, 145 NW Central Park Plaza, Suite 200, Port St. Lucie,
Florida 34986, as its agent to accept service of process within this state. Having been named
to accept service of process for the above Corporation, at the place designated in this
Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions
of said Act relative to keeping open said office.



LYNN D. SOLOMON, ESQUIRE