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FROM: BOCA TITLE INC.

ACCT#: 076350000233

CONTACT: JOHN W SMITH

PHONE: (407)391-9347

FAX #: (407)338-9133

NAME: STRATFORD UPON AVON REALTY, INC.

AUDIT NUMBER.....H96000017705

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 3

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BOCA TITLE

TEL: 561-391-3285

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**ARTICLES OF INCORPORATION
OF
STRATFORD UPON AVON REALTY, INC.**

The undersigned incorporator hereby forms a corporation under Chapter 807 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

STRATFORD UPON AVON REALTY, INC.

The address of the principal office of this corporation shall be 8267 SOUTH US #1, PORT ST. LUCIE, FL 34952, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or businesses permitted under the laws of the United States, the State of Florida or any other state, county, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 20,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 8267 SOUTH US #1, PORT ST. LUCIE, FL 34952, and the name of the initial registered agent of the corporation at that address is A.E. GREENWALT.

ARTICLE V. TERM OF EXISTANCE

This corporation is to exist perpetually.

Prepared by:
JOHN W. SMITH, ESQ. (202533)
2010 N. FEDERAL HIGHWAY
BOCA RATON, FLORIDA 33431
407-391-8347

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ARTICLE VI. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

A.E. GREENWALT,
President

2949 SE FARLEY ROAD
PORT ST. LUCIE, FL 34952

Vice President

A.E. GREENWALT,
Secretary

2949 SE FARLEY ROAD
PORT ST. LUCIE, FL 34952

A.E. GREENWALT,
Treasurer

2949 SE FARLEY ROAD
PORT ST. LUCIE, FL 34952

ARTICLE VII. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have ONE Director(s), initially. The names and addresses of the initial members of the Board of Directors are:

A.E. GREENWALT,
DIRECTOR

2949 SE FARLEY ROAD
PORT ST. LUCIE, FL 34952

ARTICLE VIII. INCORPORATOR

The name and street address of the Incorporator to these Articles of Incorporation:

A.E. GREENWALT
8257 SOUTH US #1
PORT ST. LUCIE, FL 34952

ARTICLE IX. SUBCHAPTER S

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue Code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

IN WITNESS WHEREOF, the undersigned Incorporator has hereunto set his hand and seal

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TEL: 561 391 3285

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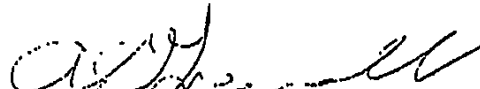
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on December 9, 1996.


A.E. Greenwalt

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

A.E. Greenwalt having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0506, Florida Statutes.


A.E. Greenwalt

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