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PRENTICE HALL
LEGAL & FINANCIAL SERVICES

P96000101855

ACCOUNT NO. : 072100000032

REFERENCE : 192219 6258A

AUTHORIZATION :

Patricia Pizant

COST LIMIT : \$ 70.00

ORDER DATE : December 17, 1996

ORDER TIME : 3:36 PM

ORDER NO. : 192219-005

CUSTOMER NO: 6258A

700002031977--1

CUSTOMER: William M. Burke, Esq
BOND SCHOENECK & KING, P.A.

Suite 107
1167 Third Street South
Naples, FL 339407098

DOMESTIC FILING

NAME: ROYCE DEVELOPMENTS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Richard W Whittaker

EXAMINER'S INITIALS:

RECEIVED
96 DEC 18 AM 8:37
DIVISION OF CORPORATION

FILED
56 DEC 18 AM 9:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
Dmc

ARTICLES OF INCORPORATION
OF
ROYCE DEVELOPMENTS, INC.

FILED
96 DEC 18 AM 9:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article 1. Name

The name of the Corporation is

ROYCE DEVELOPMENTS, INC.

Article 2. Duration

The duration of the Corporation is perpetual.

Article 3. Purposes

The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

Article 4. Principal Office and Mailing Address

The principal place of business of the Corporation is at 8695 College Parkway, Suite 341, Fort Myers, Florida 33919. The mailing address of the Corporation is 8695 College Parkway, Suite 341, Fort Myers, Florida 33919.

Article 5. Initial Registered Office and Agent

The initial registered office of the Corporation is Bond, Schoeneck and King, P.A., 1167 Third Street South, Suite 107, Naples, Florida, 34102. The name of the initial registered agent at that address is William M. Burke, Esq.

Article 6. Authorized Shares

The aggregate number of shares which the Corporation is authorized to issue is Ten Thousand (10,000) shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

Article 7. Initial Board of Directors

The initial board of directors shall consist of one (1) member. The name and address of the initial director of the Corporation is:

David S. Umgeher	8695 College Parkway, Suite 341 Fort Myers, Florida 33919
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Article 8. Incorporator

The name and address of the sole Incorporator is:

William M. Burke	1167 Third Street South Suite 107 Naples, Florida 33940
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Article 9. Commencement of Existence

The Corporation's existence shall commence on upon the filing of these Articles of Incorporation with the Florida Secretary of State.

Article 10. Amendment

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.


In Witness Whereof, the undersigned has signed these Articles of Incorporation on this

16th day of December, 1996.

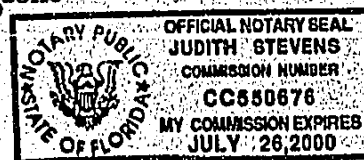

William M. Burke

STATE OF FLORIDA :
:
COLLIER COUNTY : ss.:

The foregoing instrument was acknowledged before me this 16th day of December, 1996, by WILLIAM M. BURKE, who is personally known to me and who acknowledged to and before me that he executed the instrument for the purposes therein expressed.


Notary Public

My Commission Expires:

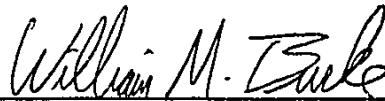


ACCEPTANCE BY REGISTERED AGENT

FILED
96 DEC 18 AM 9:53
SECRETARY OF STATE
TALLAHASSEE
FLORIDA

The undersigned hereby accepts the appointment as Registered Agent of
DEVELOPMENTS, INC. , which is contained in the foregoing Articles of Incorporation. I am familiar
with, and accept, the obligations of such a position.

DATED this 16th day of December, 1996.



William M. Burke, Esq.
Registered Agent