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12/23/96

FLORIDA DIVISION OF CORPORATIONS
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FROM: TRENAM-KEMMER

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NAME: ECHLON REAL ESTATE SERVICES, INC.

AUDIT NUMBER.....H96000017932

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

CERT. OF STATUS..0

PAGES..... 3

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Handwritten signature and date:
12/28/96

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ARTICLES OF INCORPORATION
OF
ECHELON REAL ESTATE SERVICES, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I
Name

The name of the Corporation shall be:

ECHELON REAL ESTATE SERVICES, INC.

ARTICLE II
Principal Office

The principal place of business and mailing address of this corporation shall be:

One Progress Plaza
St. Petersburg, Florida 33701

ARTICLE III
Capital Stock

The number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares, having \$.01 par value.

ARTICLE IV

Commencement of Existence

The existence of this corporation shall commence on the date these Articles of Incorporation are executed by the incorporator of this corporation if these Articles of Incorporation are filed by the Department of State of the State of Florida within five (5) business days after such execution. If filed after such five (5) days, the existence of this corporation shall commence upon the filing of these Articles by the Department of State of the State of Florida.

Prepared By: J. Cary Ross, Jr.
Trenam-Kemker
101 E. Kennedy Blvd.
Tampa, FL 33601
(813) 229-7474
Fla. Bar #378771

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ARTICLE V
Initial Registered Agent and Address

The name and address of the initial agent is:

Larry J. Newsome
One Progress Plaza
St. Petersburg, FL 33701

ARTICLE VI
Director

The name of the initial Director of the corporation is:

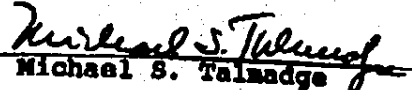
Michael S. Talmadge

ARTICLE VII
Incorporator

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

Michael S. Talmadge
One Progress Plaza
St. Petersburg, FL 33701

The undersigned has executed these Articles of Incorporation this 23rd day of December, 1996.


Michael S. Talmadge

16.

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: **ECHELON REAL ESTATE SERVICES, INC.**

2. The name and address of the registered agent and office is:

Larry J. Newsome
One Progress Plaza
St. Petersburg, FL 33701

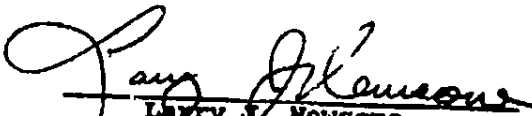

Michael S. Talmadge
Incorporator

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Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this 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 registered agent.


Larry J. Newsome
Registered Agent

Date: December 23, 1996