

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

REQUEST TAKEN CONFIRMED APPROVED
 DATE 2/3/97 _____
 TIME 4:00 _____
 BY DR _____

WALK-IN
 Will Pick Up _____

11-224-1 PONDERS INC., TALLAHASSEE, FLA.

RE:

San Marco Apartments,
INC.

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input checked="" type="checkbox"/> Foreign Corp. File		
<input type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S-		
<input type="checkbox"/> Fictitious Name File		
Name Reservation		
Annual Report/Reinstatement		
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s _____ Copies		
Courier Service		
Shipping/Handling		
Phone () _____		
Top Priority		
Express Mail Prep.		
FAX () _____ pgs.		
SUBTOTALS		

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	
TAX on corporate supplies.....	
SUBTOTAL.....	
PREPAID.....	
BALANCE DUE.....	

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

97 FEB - 4 AM 9:58
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA
 FILED
 RECEIVED
 96 FEB - 4 AM 9:01
 DEPT. OF REVENUE
 TALLAHASSEE, FLORIDA

FILED
97 FEB -4 AM 9:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
SAN MARCO APARTMENTS, INC..**

ARTICLE I - NAME

The name of this Corporation is **SAN MARCO APARTMENTS, INC.**

ARTICLE II - DURATION

The Corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States and Florida.

ARTICLE IV. - PRINCIPAL OFFICE

The principal place of business of the corporation is 6418 N.W. 97th Court, Gainesville, Florida 33653, and the mailing address of this corporation is 6418 N.W. 97th Court, Gainesville, Florida 32653.

ARTICLE V - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is Three Hundred and Twenty Thousand (320,000) shares of common stock.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation shall be 6418 N.W. 97th Court, Gainesville, Florida 33653, and the initial registered agent of this Corporation at such office shall be **JUAN A. HOLBROOK**, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of Two members. The number of directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of directors be less than One (1) nor more than Six (6). The name and address of the directors constituting the initial Board of Directors are:

<u>Name</u>	<u>Address</u>
JUAN A. HOLBROOK	6418 N.W. 97th Court Gainesville, Florida 32653
LINDA G. HOLBROOK	6418 N.W. 97th Court Gainesville, Florida 32653

ARTICLE VIII - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation are:

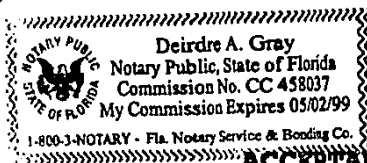
<u>Name</u>	<u>Address</u>
JUAN A. HOLBROOK	6418 N.W. 97th Court Gainesville, Florida 32653

Juan A. Holbrook

JUAN A. HOLBROOK, Incorporator

STATE OF FLORIDA
COUNTY OF ALACHUA

The foregoing Articles of Incorporation of **SAN MARCO APARTMENTS, INC.** were acknowledged before me this 31st day of January, 1997 by **JUAN A. HOLBROOK**, who is personally known to me or has produced N/A as identification and who did/did not take an oath.



Deirdre A. Gray
NOTARY PUBLIC, State of Florida

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for **SAN MARCO APARTMENTS, INC.** at the place designated in the Articles of Incorporation, **JUAN A. HOLBROOK** agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 relative to keeping open such office:

Date: January 31, 1997. for

Juan A. Holbrook
JUAN A. HOLBROOK