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A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

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February 4, 1997

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32301

600002081356--8
-02/07/97--01050--001
*****70.00 *****70.00

RE: Southern Property Sales & Development Corporation

Gentlemen:

Enclosed you will find the Articles of Incorporation regarding the above corporation. Please file the same and forward a certified copy of the Articles to this office.

Also enclosed is a check for \$70.00 to cover the following costs and fees:

Filing Fee	35.00
Registered Agent	<u>35.00</u>
	\$70.00

Thank you for your assistance in this matter.

Sincerely,

James L. Rose

JLR/bjr
Encs.

FILED
97 FEB -7 AM 7:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

See 2/10

ARTICLES OF INCORPORATION
OF
SOUTHERN PROPERTY SALES & DEVELOPMENT CORPORATION

FILED
97 FEB -7 AM 7:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers, each a natural person competent to contract, hereby form a corporation under the laws of the State of Florida, and adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation shall be Southern Property Sales & Development Corporation.

ARTICLE II - PRINCIPAL PLACE OF BUSINESS

The initial principal place of business of this corporation in the State of Florida shall be 4205 NW 61st Terrace, Gainesville, FL 32653. The Board of Directors from time to time may move the principal office to any other address in Florida.

ARTICLE III - NATURE OF BUSINESS

The general purposes for which the corporation is organized are:

1. To transact any lawful business for which corporations may be incorporated under the laws of Florida;
2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of common stock that this corporation is authorized to have outstanding at any one time is 100 shares, having a par value of \$1.00 per share.

ARTICLE V - REGISTERED AGENT

The name of the initial registered agent of the corporation shall be G. Michael Martin. The street address of the initial registered office shall be Rt. 2, Box 119B, Micanopy, FL 32667.

ARTICLE VI - INITIAL CAPITAL

The amount of capital with which this corporation will begin business is \$100.00.

ARTICLE VII - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VIII - DIRECTORS

This corporation shall initially have two Directors. The names and street addresses of the initial members of the Board of Directors are:

<u>Name</u>	<u>Address</u>
G. Michael Martin	Rt. 2, Box 119B Micanopy, FL 32667
Jeanne H. VanArsdall	4205 NW 61st Terrace Gainesville, FL 32653

ARTICLE IX - INCORPORATOR

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

<u>Name</u>	<u>Address</u>
(same as above)	(same as above)

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder is subject to this reservation.

ARTICLE XI - PRE-EMPTIVE RIGHTS


Every stockholder, upon the sale for cash or any new stock of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others; which price, in the case of par value shares, may be in excess of par.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 10 day of January, 1997.

G. Michael Martin
Jeanne H. Vanarsdall

STATE OF FLORIDA
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 10th day of January, 1997 by G. MICHAEL MARTIN and JEANNE H. VANARSDALL, who are personally known to me ~~or who~~ have produced _____ as identification and who did take an oath.

Hugh Rhee
Notary Public, State of Florida
Hugh Rhee
Printed Notary Signature:
At Large
My Commission Expires:  December 2, 1999
HUGH RHEE
MY COMMISSION # CC49748 EXPIRES
BONDED THRU TROT FARM INSURANCE, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with Section §48.091, Florida Statutes, the following is submitted:

That Southern Property Sales & Development Corporation, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Gainesville, State of Florida, has named G. Michael Martin, located at Rt. 2, Box 119B, City of Micanopy, State of Florida, as its Agent to accept service of process within Florida.

G. Michael Martin
(Corporate Officer)

Title: President

Date: 1-14-97

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

G. Michael Martin
(Resident Agent)

Date: 1-14-97