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ACCOUNT NO. : 072100000032

REFERENCE : 271109 85063A

AUTHORIZATION :

COST LIMIT : \$ 122.50 PPD

ORDER DATE : February 24, 1997

ORDER TIME : 3:09 PM

ORDER NO. : 271109-005

CUSTOMER NO: 85063A

CUSTOMER: Robert W. Darnell, Esq
ROBERT W. DARNELL, ESQ

2033 Main Street, Suite 406

Sarasota, FL 34237

FILED
97 FEB 24 PM 1:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

900002090409--5
-02/25/97--01007--021
***122.50 ***122.50

DOMESTIC FILING

NAME: BLOCH REALTY OF SARASOTA, INC.

900002090409--5
-02/25/97--01007--021
***122.50 ***122.50

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michael E. Klunk

EXAMINER'S INITIALS:

K.R. FEB 25 1997

RECEIVED
96 FEB 24 PM 4:15
CLERK OF SUPERIOR COURT
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
BLOCH REALTY OF SARASOTA, INC.

FILED
97 FEB 24 PM 1:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I - NAME

The name of this Corporation is:

BLOCH REALTY OF SARASOTA, INC.

ARTICLE II - TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of two classes. The maximum number of shares which the Corporation is authorized to have outstanding is One Hundred Thousand (100,000) Common Shares having a par value of \$.01. Said shares shall

consist of One Thousand (1,000) shares of Class A, voting common stock, and Ninety-Nine Thousand (99,000) shares of Class B, non-voting common stock. There shall be no preferences or limitations as to either class of stock, and each class of stock shall have the same equity rights in the Corporation.

ARTICLE V - PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be 3828 Amapola Lane, Sarasota, Florida 34238.

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The street address of the registered office of this Corporation is 3828 Amapola Lane, Sarasota, Florida 34238, and the registered agent at such office is Morton J. Bloch.

ARTICLE VII - DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be changed from time to time by Bylaws adopted by the Shareholders. The name and address of each member of the first Board of Directors is:

Morton J. Bloch
3828 Amapola Lane
Sarasota, FL 34238

ARTICLE VIII - SHAREHOLDER'S PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights and each holder of common stock of this Corporation shall have the first

right (subject to adjustments to avoid the issuance of fractional shares) to purchase any unissued or treasury shares of the Corporation which from time to time may be issued (whether or not presently authorized), in the ratio that the number of shares of the common stock held at the time of the issue bear to the total number of shares of common stock outstanding. This right is waived by any holder of common stock who does not exercise it and pay for the stock preempted within thirty (30) days of his receipt of a written notice from the Corporation inviting him to exercise the right.

ARTICLE IX - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders Meeting by a majority of the stock entitled to vote thereon.

ARTICLE X - INCORPORATOR

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

Morton J. Bloch
3828 Amapola Lane
Sarasota, FL 34238

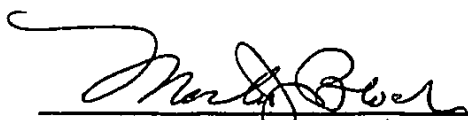
The undersigned has executed these Articles this 20th
day of February, 1977.


MORTON J. BLOCH

"INCORPORATOR"

Having been named as Registered Agent and to accept service of process for BLOCH REALTY OF SARASOTA, INC. at the place designated in the Articles, 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.

February 22, 1977
Date


MORTON J. BLOCH, Registered Agent

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TALLAHASSEE, FLORIDA