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March 8, 1997

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

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-03/10/97--01139--011
****122.50 ****122.50

Re: Articles of Incorporation of

FLORIDA SANDS REALTY & ASSOCIATES, INC.

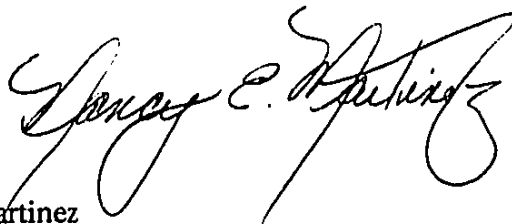
Dear Sir:

Enclosed herewith please find an original and one copy of the Articles of Incorporation of the above named Corporation, together with the Certificate designating the Registered Agent within the State. I am enclosing our check in the amount of ~~\$125.00~~ \$122.50 *Am* to cover the filing fee, cost of a certified copy and Registered Agent filing fee.

Please return one certified copy to the undersigned.

If you have any questions, please do not hesitate to give me a call.

Sincerely,



Nancy E. Martinez
(813) 287-0877
5835 Memorial Highway STE. 14
Tampa, FL 33615

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97 MAR 10 PM 12:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3/17/97
[Signature]

ARTICLES OF INCORPORATION
OF
FLORIDA SANDS REALTY & ASSOCIATES, INC.

The undersigned, acting as incorporator of Florida Sands Realty & Associates, Inc., under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is:

Florida Sands Realty & Associates, Inc.

ARTICLE II. ADDRESS

The street address and mailing address of the corporation is:

5835 Memorial Highway, Suite 14
Tampa, Florida 33615

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence at 12:01 A.M. on the date of filing of these Articles of Incorporation.

ARTICLE IV. PURPOSE

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 10,000 shares of common stock having a par value of \$.01 per share.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 5835 Memorial Highway, Suite 14, Tampa, Florida 33615, and the name of the corporation's initial registered agent at that address is Nancy E. Martinez.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws,

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but shall never be less than one. The name and street address of the initial directors are:

<u>Name</u>	<u>Address</u>
Virginia Nash Davis	6320 Memorial Highway Tampa, Florida 33615
Nancy E. Martinez	5835 Memorial Highway, Suite 14 Tampa, Florida 33615

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator is:

<u>Name</u>	<u>Address</u>
Nancy E. Martinez	5835 Memorial Highway, Suite 14 Tampa, Florida 33615

The incorporator of the corporation assigns to this corporation her rights under Section 607.0201, Florida Statutes, to constitute a corporation, and she assigns to those persons designated by the board of directors any rights she may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

ARTICLE IX. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE V. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 10 day of March, 1997.


Nancy E. Martinez

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That Florida Sands Realty & Associates, Inc., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 5835 Memorial Highway, Suite 14, Tampa, State of Florida, has named Nancy E. Martinez as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and am familiar with, and accept, the obligations of that position.


Nancy E. Martinez

TPA2-412824