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March 12, 1997.

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*****70.00 *****70.00

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: L&V Properties, Inc.

Dear Sir(s):

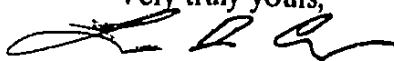
Enclosed for filing with your office, please find proposed Articles of Incorporation for L&V Properties, Inc.

Additionally, I am enclosing my firm check in the amount of \$70 to cover the following itemized expenses:

Filing Fees	\$ 35.00
Registered Agent Designation	\$ <u>35.00</u>
TOTAL	\$ 70.00

Thank you for your assistance in this matter.

Very truly yours,



Lawrence D. Crow

LDC:km
Enclosure(s)

DMC
3/21/97

FILED
97 MAR 17 AM 11:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*Karen gave auth by
phone to correct the
registered office address.*

ARTICLES OF INCORPORATION

OF

L&V PROPERTIES, INC.

The undersigned VINCE JULIEN does hereby make
acknowledge and files these Articles of Incorporation for the
purpose of becoming a corporation under the laws of the State of
Florida.

ARTICLE I

NAME

The names of this corporation shall be L&V PROPERTIES, INC.

ARTICLE II

NATURE OF BUSINESS

The general nature of the business to be transacted is for the
purpose of real estate investment.

The corporation is organized for the purpose of transacting
any and all other lawful business and is organized to do such other
things as are incidental to the foregoing or necessary or desirable
in order to accomplish the foregoing.

ARTICLE III

CAPITAL STOCK

The capital stock of this corporation shall consist of One
Thousand (1000) shares of common stock with par value of One Dollar
(\$1.00).

The initial stockholders shall be VINCE JULIEN and LISEA
JULIEN. Initial stock issued shall be Five Hundred (500) shares to
VINCE JULIEN, and Five Hundred (500) shares to LISEA JULIEN.

The 1000 shares held by the initial stockholders as listed
above may not be resold or otherwise transferred to other persons
unless such shares are first offered to the remaining stockholders
or to this corporation.

ARTICLE IV

TERM OF EXISTENCE

This corporation shall have perpetual existence.

FILED
97 MAR 17 AM 11:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered and corporate office of this corporation is 2079 North Pointe Alexis Drive, Tarpon Springs, Florida 34689, and the name of the initial registered agent of this corporation at that address is VINCE JULIEN.

ARTICLE VI

MANAGEMENT OF BUSINESS

All corporate powers shall be exercised by and under the authority of, and the business and affairs of this corporation shall be managed under, the direction of the shareholders of this corporation. This corporation will not have directors.

ARTICLE VII

OFFICERS OF THE CORPORATION

The officers of the corporation shall be VINCE JULIEN President and LISEA JULIEN, Secretary.

ARTICLE VIII

INCORPORATORS

The name and address of the initial incorporator to these Articles of Incorporation are:


VINCE JULIEN

^{North}
2079 Pointe Alexis Drive
Tarpon Springs, FL 34689

STATE OF FLORIDA)
) SS:
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 10 day of March, 1997, by VINCE JULIEN, who is personally known to me or who has produced () a Driver's License or Non-Driver's I.D. issued by Florida or any other U.S. State; () a U.S. Passport or a Foreign Passport stamped by the U.S. Immigration and Naturalization Services; () a U.S. Military I.D.; () a Canadian or Mexican Driver's License issued by an official agency; () for an inmate in custody, an I.D. issued by the Florida Department of Corrections, as identification and who (did) (did not) take an oath.

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

FILED

97 MAR 17 AM 11:26

the
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

L&V PROPERTIES, INC., desiring to organize or qualify under
the laws of the State of Florida, with its principal place of
business at the City of Tarpon Springs, State of Florida, has
named VINCE JULIEN, located at 2079 Pointe Alexis Drive, Tarpon
Springs, Florida 34689 as its agent to accept service of process
within Florida.

SIGNATURE: Vince Julien

TITLE: INCORPORATOR

DATE: 3/10/97

Having been named to accept service of process for the
above-stated corporation, at the place designated in this
certificate, I hereby accept 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.

Vince Julien
3/10/97
Date