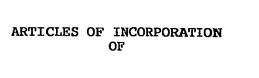


Betty Beebe Accounting Services P.O. Box 121429 Clermont, FL 34712-1429

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NEW FILINGS	AMENDMENTS		
Profit	Amendment	1000021	28871
NonProfit	Resignation of R.A., Of	icer/ Director = 03/31/9	.28871 9701136-012 2.50 ****122.50
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OTHER FILINGS Annual Report Fictitious Name Name Reservation	REGISTRATIO QUALIFICATI Foreign Limited Partnership		FILED 97 III 31 TI
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	Other		

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ARTICLE I - NAME

The name of this Corporation is: Northglen 10239, Inc.

ARTICLE II - DURATION

This Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The general purpose of the Corporation is to engage in and to trans act all business which is lawful under the laws of the United States of America and the State of Floria.

ARTICLE IV - Capital Stock

This Corporation is authorized to issue 10,000 shares of common stock at One and no/100ths (\$1.00) Dollars, par value per share.

ARTICLE V - Preemptive Rights

There shall be no preemptive rights.

ARTICLE VI - Initial Principal Office and Agent

The street address of the initial principal registered office as well as the post office address of this Corporation is:

10239 Northylen Drive Clermont, Florida 34711

The name and address of the initial Registered Agent of this Corporation is: Bradley C. Peterson
10239 Northglen Drive
Clermont, Florida 34711

ARTICLE VII - Initial Board of Directors

This Corporation shall have initially, 1 Director(s). The number of Directors may be increased from time to time by the Bylaws.

The names and addresses of the initial Directors of this Corporation are:

Bradley C. Peterson 10239 Northglen Drive Clermont, Florida 34711

ARTICLE VIII - Incorporators

The names and addresses of the Incorporators signing these Articles are:

Bradley C. Peterson 10239 Northglen Drive Clermont, Florida 34711

ARTICLE IX - Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the Shareholders.

ARTICLE X - Indemnification

The Corporation shall indemnify any officer or director or any former officer or direct to the full extent permitted by law.

ARTICLE XI - 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 shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation on this <u>15</u> day of March, 1997.

Bradley C. Peterson

BRADLEY C. PETERSON

STATE OF FLORIDA COUNTY OF LAKE]			
the day of March,	instrument was acknowledged before me on , 1997, by who has			
produced Florida Drivers License No as				
identification and who	acknowledged he executed the foregoing			

instrument for the purposes therein expressed.

Notary Public State of Florida at Large Print Name:

My Commission number is: My Commission Expires:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with]48-091 Fla. Stat. the following is submitted.

THAT, Northglen 10239, Inc., desiring to organize under the laws of Florida with its principal office as indicated in the Articles of Incorporation, at Clermont, Florida has named Bradley C. Peterson

as its agent to accept service of process within this state.

ACKNOWLEDGMENT

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 agree to comply with the provisions of said act relative to keeping open said office.

Bradley C. Peterson

\FORMS\CORP\ARTICLES