

LAW OFFICE OF
CARL L. JOHNSON
2731 N.W. 41st Street, Suite B-3
GAINESVILLE, FLORIDA 32606

CARL L. JOHNSON
Real Property Law

Telephone
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April 2, 1997

Corporate Information Products
Attorneys' Title Insurance Fund, Inc.
660 E. Jefferson Street
Suite 200
Tallahassee, FL 32301

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04/04/97--01004--015
***122.50 ***122.50

Re: CDL Properties, Inc.
North Central Florida Development Corporation

Dear Sir or Madam:

Our office needs to have filed with the Secretary of State
two separate Articles of Incorporation on two separate entities.
Please find enclosed:

1. Check No. 6403 in the amount of \$122.50 to Secretary of State
2. Articles of Incorporation of CDL Properties, Inc.
3. Check No. 6435 in the amount of \$122.50 to Secretary of State
4. Articles of Incorporation of North Central Florida Development Corporation

Thank you very much for your assistance in this matter. Please
contact our office if there should be any questions.

Sincerely,

Linda M. McCurdy
Linda M. McCurdy
Staff Assistant

Encl.

RECEIVED
DIVISION OF CORPORATIONS
37 APR - 4 AM 8:42
37 APR - 4 AM 10:27
FILED

ARTICLES OF INCORPORATION
OF
NORTH CENTRAL FLORIDA DEVELOPMENT CORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 APR -4 AM 10:27

FILED

Article I - Name

The name of this corporation is North Central Florida Development Corporation. The mailing address for the corporation is 2731 N.W. 41st Street, Suite B-3, Gainesville, Florida 32606.

Article II - Duration

This corporation shall have a perpetual existence, commencing on the date of filing these articles with the Department of State.

Article III - Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

Article IV - Capital Stock

This corporation is authorized to issue ten thousand (10,000) shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares".

Article V - Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation 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 issuance of fractional shares) at the price at which it is offered to others.

Article VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 2731 N.W. 41st Street, Suite B-3, Gainesville, FL 32606 and the name of the initial registered agent of this corporation at that address is Carl L. Johnson.

Article VII - Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial director of this corporation is:

Carl L. Johnson	2731 N.W. 41st Street, Suite B-3 Gainesville, FL 32606
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Article VIII - Incorporators

The name and address of the person signing these articles is:

Carl L. Johnson	2731 N.W. 41st Street, Suite B-3 Gainesville, FL 32606
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Article IX - Indemnification

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

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 shareholders is subject to this reservation.

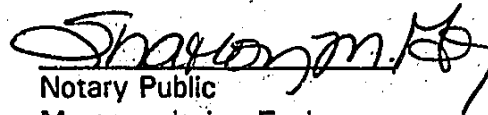
IN WITNESS WHEREOF, the undersigned subscribers have executed these articles of incorporation this 31st day of March, 1997.

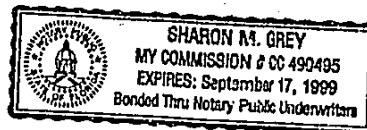

Carl L. Johnson

STATE OF FLORIDA
COUNTY OF ALACHUA

Before me personally appeared CARL L. JOHNSON well known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purposes therein expressed, that I relied upon the following form of identification: personal knowledge.

WITNESS my hand and official seal in the County and State named above this
31st day of March, 1997.


Notary Public
My commission Expires:



**CERTIFICATE DESIGNATING REGISTERED AGENT FOR THE SERVICE OF
PROCESS WITHIN THIS STATE**

In pursuance of Chapter 607.0501, Florida Statutes, the following is submitted, in compliance with said Act;

First--That North Central Florida Development Corporation, desiring to organize under the laws of the State of Florida has named Carl L. Johnson, 2731 N.W. 41st Street, Suite B-3, Gainesville, FL 32606, County of Alachua, State of Florida, as its registered agent to accept service of process within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept the appointment as registered agent and accept the obligations of that position with which I am familiar.

By: _____

Carl L. Johnson

FILED
97 APR -4 AM 10:27
SECRETARY OF STATE
TALLAHASSEE FLORIDA