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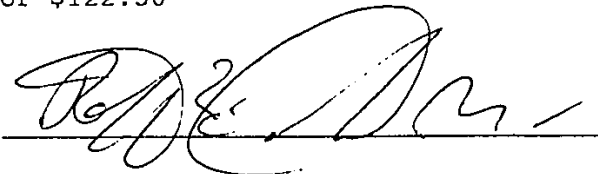
TRANSMITTAL LETTER

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

000002136050--0
-04/08/97--01047--002
****122.50 ****122.50

SUBJECT: Stafford Realty, Incorporated

I enclose an original and 1 copy of the Articles of
Incorporation for the above corporation and a check in the
amount of \$122.50

SIGNED: 

From:

Reffard E. Stafford, Sr.
Name

2 Office Park Dr.; Suite A-11 & A-12
Address

Palm Coast, Florida 32137
City State Zip

(904) 446-4500
Telephone Number

FILED
97 APR -8 PM 2: 04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EXPIRES DATE
5-6-97

PH
4/9/97

**ARTICLES OF INCORPORATION
OF
STAFFORD REALTY, INCORPORATED**

FILED
97 APR -8 PM 2:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

EXPIRE DATE
5-6-97

The name of the corporation shall be: STAFFORD REALTY,
INCORPORATED.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of
this corporation shall be:

2 OFFICE PARK DRIVE;
SUITE A11 & A12
PALM COAST, FLORIDA 32137

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is
authorized to have outstanding at any one time is:

TEN THOUSAND (10,000).

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

REFFARD E. STAFFORD, SR.
2 OFFICE PARK DRIVE;
SUITE A11 & A12
PALM COAST, FLORIDA 32137

ARTICLE V INCORPORATOR

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

REFFARD E. STAFFORD, SR.
2 OFFICE PARK DRIVE;
SUITE A11 & A12
PALM COAST, FLORIDA 32137

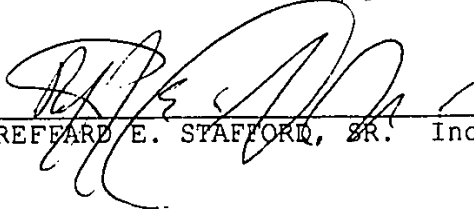
ARTICLE VI REMOVAL OF DIRECTORS

Pursuant to Section 607.0808 of the Florida Statutes, directors of the corporation may be removed only for cause.

ARTICLE VII EFFECTIVE DATE

Pursuant to Section 607.0123 of the Florida Statutes, the effective date of this document shall be May 6, 1997.

The undersigned has executed these Articles of Incorporation this 7th day of APRIL 1997.



REFFARD E. STAFFORD, SR. Incorporator

FILED

97 APR -8 PM 2:04

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: STAFFORD REALTY, INCORPORATED.
2. The name and address of the registered agent and office is:

REFFARD E. STAFFORD, SR.
2 OFFICE PARK DRIVE;
SUITE A11 & A12
PALM COAST, FLORIDA 32137

Signature: _____

Title: INCORPORATOR

Date: April 7, 1997

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.

Signature: _____

Date: April 7, 1997