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ACCOUNT NO. : 072100000032

REFERENCE : 331052 4379871

AUTHORIZATION :

Patricia Pizots

COST LIMIT : \$ 70.00

ORDER DATE : April 15, 1997

ORDER TIME : 10:41 AM

ORDER NO. : 331052-005

CUSTOMER NO: 4379871

200002143612-4

CUSTOMER: Donna M. More, Esq
DONNA M. MORE, P.A.

98 Vineyards Boulevard

Naples, FL 34119

DOMESTIC FILING

NAME: VINTAGE RESERVE DEVELOPERS,
INC

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tonya C. Holliday

EXAMINER'S INITIALS:

FILED
97 APR 15 PM 1:27
DIVISION OF CORPORATION
REC'D
97 APR 15 AM 11:23

84 APR 15 1997

DONNA M. MORE

Attorney At Law
98 Vineyards Boulevard
Naples, Florida 34119

(941) 353-1973
FAX (941) 455-5057

Also Member of Pennsylvania
and New Jersey Bars

April 14, 1997

FEDERAL EXPRESS

CSC Networks
1201 Hays Street
Tallahassee, FL 32301-2607

Re: Vintage Reserve Developers, Inc.

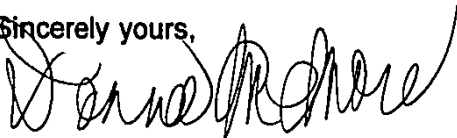
Ladies/Gentlemen:

Enclosed please find Articles of Incorporation for the above referenced company.
Kindly file this instrument and return to us, along with a corporate book.

Our account number is 4379871 for billing purposes.

Thank you for your prompt attention in this matter.

Sincerely yours,



Donna M. More

DMM:ld
enclosure

ARTICLES OF INCORPORATION
OF
VINTAGE RESERVE DEVELOPERS, INC.

FILED
97 APR 15 PM 1:27
SEC. TALL
STATE OF FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

VINTAGE RESERVE DEVELOPERS, INC.

The address of the principal office of this corporation shall be 98 Vineyards Boulevard, Naples, Florida 34119, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares of common stock having one dollar and 00/100 (\$1.00) par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 98 Vineyards Boulevard, Naples, Florida 34119, and the name of the initial registered

agent of the corporation at that address is Michel Saadeh.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Michael Procacci Director	98 Vineyards Boulevard Naples, Florida 34119
Joseph Procacci Director	98 Vineyards Boulevard Naples, Florida 34119

ARTICLE VII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Michel Saadeh President	98 Vineyards Boulevard Naples, Florida 34119
Michael Orlandi Vice President/Treasurer	98 Vineyards Boulevard Naples, Florida 34119
Donna More Secretary	98 Vineyards Boulevard Naples, Florida 34119

ARTICLE VIII. SPECIAL PROVISION

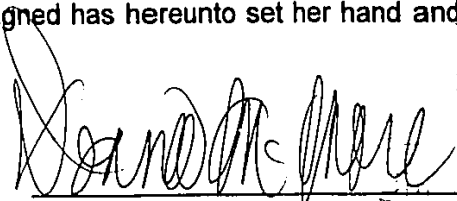
This corporation shall be organized to comply with the provisions of Subchapter "S" of the Internal Revenue Code U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an "S" Corporation as defined therein.

ARTICLE IX. INCORPORATOR

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

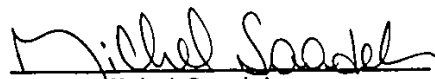
Donna M. More, Esquire
98 Vineyards Boulevard
Naples, Florida 34119

IN WITNESS WHEREOF, the undersigned has hereunto set her hand and seal this 11th day of April, 1997.


Donna M. More

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Michel Saadeh, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.


Michel Saadeh