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ACCOUNT NO. : 072100000032

REFERENCE : 332575 6221A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : April 16, 1997

ORDER TIME : 9:59 AM

ORDER NO. : 332575-005

CUSTOMER NO: 6221A

CUSTOMER: Becca Kennedy, Legal Assistant
ABEL BAND RUSSELL COLLIER
PITCHFORD & GORDON, CHARTERED
Barnett Bank Center, 8-10th Fl
240 South Pineapple Avenue
Sarasota, FL 34236-6737

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-04/16/97--01029--009
****122.50 ****122.50

DOMESTIC FILING

NAME: DESROSIERS REALTY, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tonya C. Holliday

EXAMINER'S INITIALS:

FILED
97 APR 16 PM 12:49
TALLAHASSEE, FLORIDA

RECEIVED
97 APR 16 AM 11:43
TALLAHASSEE, FLORIDA
9N APR 16 1997

ARTICLES OF INCORPORATION
OF
DESROSIERS REALTY, INC.

FILED
97 APR 16 PM 12:49
TALLAHASSEE
FLORIDA

The undersigned incorporator, for the purpose of forming a Corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation is:

DESROSIERS REALTY, INC.

ARTICLE II - TERM OF EXISTENCE

The Corporation is to exist perpetually.

ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is 10,000 Shares of Common Stock having a par value of \$1.00 per share.

ARTICLE V - PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be 2446 19th Street, Sarasota, Florida 34234.

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The street address of the registered office of this Corporation is 240 S. Pineapple Avenue, Tenth Floor, Sarasota, Florida 34236 and the registered agent at such office is Jeffrey S. Russell.

ARTICLE VII - DIRECTORS

This Corporation shall have six (6) Directors initially. The number of Directors may be changed from time to time by Bylaws adopted by the Shareholders. The name and address of each member of the first Board of Directors is:

Jacqueline M. Russell	7551 Tortoise Way Sarasota, FL 34241
Caroline M. Daher	2301 Kenmore Avenue Charlotte, NC 28204
Danielle M. Kanter	8058 DeSoto Woods Drive Sarasota, FL 34243
John C. Desrosiers	3551 Tobero Lane Sarasota, FL 34235
Jeanne M. Desrosiers	888 Blvd. of the Arts #1501 Sarasota, FL 34236
David P. Desrosiers	888 Blvd. of the Arts #1501 Sarasota, FL 34236

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders Meeting by a majority of the stock entitled to vote thereon.

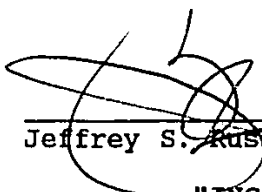
ARTICLE IX - INCORPORATOR

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

Jeffrey S. Russell

240 S. Pineapple Avenue
Tenth Floor
Sarasota, FL 34236

The undersigned has executed these Articles this 15th day
of April, 1997.



Jeffrey S. Russell


"INCORPORATOR"

Having been named as Registered Agent and to accept service of process for DESROSIERS REALTY, INC. at the place designated in the Articles, 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.

Date

4/15/97


Jeffrey S. Russell,
Registered Agent

FILED
97 APR 16 PM 12:49
CLERK
TALLAHASSEE, FLORIDA