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LINDA CHAMBLISS
MARY COPELAND

TELEPHONE (954) 524-1401
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April 17, 1997

Our File 97-167

Office of Secretary of State
Division of Corporations
P O Box 6327
Tallahassee, FL 33214

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-04/23/97--01056--008
****122.50 ****122.50

Re: Quester Properties, Inc.

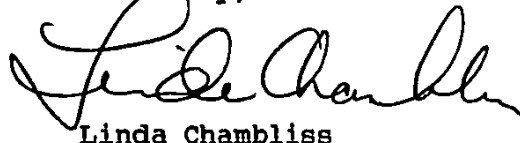
Dear Agent:

You will find enclosed the original and one copy of the signed Articles of Incorporation for Quester Properties, Inc. and Acceptance of Registered Agent, together with our check in the amount of \$122.50 for filing fee.

Please file this corporation and furnish this office with a certified copy of the recorded Articles of Incorporation in the enclosed self-addressed, stamped envelope.

Thank you.

Sincerely,



Linda Chambliss

LC/rb
Enclosure

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR 23 PM 1:03

4/24/97

ARTICLES OF INCORPORATION

OF

QUESTER PROPERTIES, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 APR 23 PM 1:03

THE UNDERSIGNED, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation is:

QUESTER PROPERTIES, INC.

ARTICLE II

The duration of the corporation is perpetual.

ARTICLE III

The general purposes for which the corporation is organized are:

1. To transact real estate investments.
2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act, or engage in any other trade or business which can, in the opinion of the Board of Directors of the corporation be advantageously carried on in connection with, or auxiliary to, the foregoing business.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV

The aggregate number of shares which the corporation is authorized to issue is 7,500. Such shares shall be of a single class and have a par value of One Dollar (\$1.00) per share.

ARTICLE V

The street address of the initial registered office of the corporation is, and its principal office and mailing address is:

707 S.E. Third Avenue
Ft. Lauderdale, FL 33316

and the name of its registered agent at such address is:

LINDA CHAMBLISS

ARTICLE VI

The number of directors of the corporation shall not be less than two and the number of directors constituting the initial Board of Directors of the corporation is one. The name and address of the person who is to serve as the initial Board of Directors and the initial officers of the corporation are:

Diana McTigue
515 Mola Avenue
Fort Lauderdale, Florida 33301

ARTICLE VII

The name and address of the incorporator are:

Diana McTigue
515 Mola Avenue
Fort Lauderdale, Florida 33301

ARTICLE VIII

In all elections for director, every shareholder shall have the right to vote, in person or by proxy, for the number of shares owned by him, for as many persons as there are directors to be elected, or to cumulate said votes, and give one candidate as the number of directors multiplied by the number of his shares shall equal, or distribute them on the same principle among as many candidates as he shall think fit.

ARTICLE IX

Each shareholder of this corporation shall be entitled to full preemptive rights to purchase his pro rata share of any future issue of the unissued or treasury shares of the corporation and any securities of the corporation, convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

EXECUTED by the undersigned at Fort Lauderdale, Florida, on the 18 day of April, 1997.


Diana McTigue

STATE OF FLORIDA)
) SS.:
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared, Diana McTigue, and personally known to me, to be the person described in and who executed the foregoing instrument and she acknowledged before me that she executed the same.

WITNESS my hand and official seal in the County and State last aforesaid, this 18 day of April, 1997.



Ruth Broder Notary Public
State of Florida at Large
CC 422074

My Commission Expires:



RUTH BRODER
MY COMMISSION # CC422074 EXPIRES
December 25, 1998
BONDED THRU TROY FAIR INSURANCE, INC.

FILED STATE
SECRETARY OF REGISTRATIONS
DIVISION OF REGISTRATIONS
97 APR 23 PM 1:03

ACCEPTANCE OF REGISTERED AGENT

I, LINDA CHAMBLISS, having been appointed registered agent of Quester Properties, Inc., do hereby agree to act in this capacity and to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



LINDA CHAMBLISS

DATED: 4/18/97