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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: LOWNDES, DROSDICK, DOSTER, KANTOR & REED, P. ACCT#: 072720000036

CONTACT: KYLE L WHITE

PHONE: (407)843-4600

FAX #: (407)843-4444

NAME: PICERNE CANAL PLACE ASSOCIATES, INC.

AUDIT NUMBER.....H97000007836

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..1 PAGES..... 2

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ARTICLES OF INCORPORATION
OF
PICERNE CANAL PLACE ASSOCIATES, INC.

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TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is PICERNE CANAL PLACE ASSOCIATES, INC.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal office and the mailing address of the corporation shall be 247 North Westmonte Drive, Altamonte Springs, Florida 32714.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue ONE THOUSAND (1,000) shares of ONE CENT (\$0.01) par value common stock.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 215 North Eola Drive, Orlando, Florida 32801, and the name of the initial registered agent of this corporation at that address is W. Terry Costolo, Esquire.

ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the corporation, but shall never be less than one (1). The name and address of the initial director are as follows:

Robert M. Picerne

247 North Westmonte Drive
Altamonte Springs, Florida 32714

This document was prepared by:

W. TERRY COSTOLO, ESQUIRE

Florida Bar Number: 0712523
Lowndes, Drosdick, Doster, Kantor & Reed, P.A.
P. O. Box 2809
Orlando, Florida 32802-2809
(407) 843-4600

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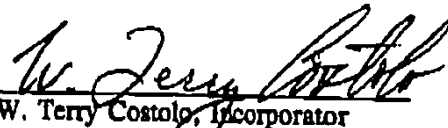
ARTICLE VI - INCORPORATOR

The name and address of the person signing these Articles are as follows:

W. Terry Costolo

215 North Eola Drive
Orlando, Florida 32801

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of
Incorporation this 13th day of May, 1997.


W. Terry Costolo, Incorporator

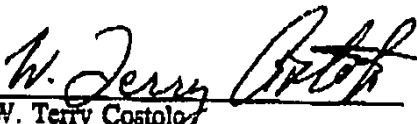
ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent of PICERNE
CANAL PLACE ASSOCIATES, INC.


W. Terry Costolo

WAIVER OF SUBSCRIPTION RIGHTS

The undersigned hereby waives any rights of subscription which may have accrued by
virtue of the undersigned acting as Incorporator of PICERNE CANAL PLACE ASSOCIATES,
INC.


W. Terry Costolo

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