

197000044607

Charter Number Only

Laura L. Walker

Requestor's Name

3907 N. Boulevard

Address

TAMPA, FL. 33603

City

State

ZIP

Phone

#813)229-6332

VALIDATION ONLY

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-05/20/97--01053--005
***122.50 ***122.50

CORPORATION(S) NAME

DEM Property Investments Incorporated

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit	<input type="checkbox"/> Foreign	<input type="checkbox"/> Mark
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Other
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Change of Registered Agent
<input type="checkbox"/> Reservation	<input type="checkbox"/> Certificate Under Seal	
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Photo Copies	
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name	
Availability	
Document	
Examiner	
Updater	
Verifier	
Acknowledgment	
W.P. Verifier	

CERTIFIED COPY

Empire Toll Free: 1-800-432-3028

ARTICLES OF INCORPORATION
OF
D&M PROPERTY INVESTMENTS, INCORPORATED

97 MAY 20 PM 1:12
FILED
TAMPA, FLORIDA

ARTICLE I

NAME

The name of the Corporation is D&M PROPERTY INVESTMENTS, INCORPORATED, (hereinafter referred to in this document as "the Corporation").

ARTICLE II

DURATION

The Corporation shall have perpetual existence, unless it shall hereafter be dissolved according to law.

ARTICLE III

INITIAL REGISTERED OFFICE AND AGENT

The mailing address of the initial principal place of business of the Corporation is 8018 Deerwood Circle, Tampa, Florida 33610 and the name of the initial Registered Agent of this Corporation is

Donald Rose whose address is 8018 Deerwood Circle, Tampa, Florida 33610.

ARTICLE IV

PURPOSES

The general nature of the business or business to be transacted by this Corporation, and the objects or purposed to be transacted, promoted, or carried on are to engage in any activities or business purposes permitted under the laws of the United States and Florida.

ARTICLE V

STOCK

The Corporation shall have the authority to issue Five Thousand (5,000) shares of common stock, with a par value of One Dollar (\$1.00) per share, with the consideration to be paid for each share to be in money, property or services, as may be fixed by the Board of Directors.

ARTICLE VI

DIRECTORS

The affairs of the Corporation shall be managed by a Board of Directors. The initial Board of Directors shall consist of two (2) members. The number of directors may be increased or decreased

from time to time by vote of the Board of Directors or the shareholders in accordance with the By-Laws of this Corporation. The names and addresses of the initial Directors who shall serve as initial Directors until their successor or successors are duly qualified are as follows:

NAME	ADDRESS
Donald Rose	8018 Deerwood Circle Tampa, Florida 33610
Michael Lambright	6707 N. Adah Avenue Tampa, Florida 33604

ARTICLE VII

BY-LAWS

By-Laws of the Corporation may be adopted, altered or rescinded by the Directors at any regular meeting or any special meeting called for that purpose, so long as they are not inconsistent with the provisions of these Articles of Incorporation.

ARTICLE VIII

AMENDMENTS

Amendments to the Articles of Incorporation may be proposed by any Director, at a regular or special business meeting of the Board of Directors at which a majority vote is required, at such meeting properly called and noticed as provided in the By-Laws. Upon such approval, such an Amendment must also be forwarded to

the Secretary of State of the State of Florida and filed and approved by him before the same shall become effective.

ARTICLE IX

SPECIAL PROVISIONS

The following special provisions, powers, privileges, and limitations shall be applicable to and govern this Corporation:

- a. No contract or other transaction between this Corporation and any other Corporation.
- b. No act of this Corporation shall in any way be affected or invalidated by the fact that any of the Director of this Corporation is pecuniarily or otherwise interested in any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof.
- c. Any Director(s) of this Corporation who is also a Director or Officer of such other Corporation, or who is so interested, may be counted in the determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction with like force and effect as if he were not such Director or Officer of such other Corporation or not interested.

ARTICLE X

PREEMPTIVE RIGHTS

Every shareholder, upon the sale of any additional stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XI

LOST OR DESTROYED CERTIFICATES

Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the By-Laws of this Corporation.

ARTICLE XII

INCORPORATOR

The Incorporator of D&M PROPERTY INVESTMENTS, INCORPORATED, is as follows:

NAME	ADDRESS
DONALD ROSE	8018 Deerwood Circle Tampa, Florida 33610


Signed by the Incorporator this _____ day of _____,
1997.

CERTIFICATE OF DESIGNATION

The Registered Agent of D&M PROPERTY INVESTMENTS, INCORPORATED
is hereby designated:

DONALD ROSE
8018 Deerwood Circle
Tampa, Florida 33610

This certificate shall constitute an acceptance of the
appointment as registered agent simultaneous with designation
pursuant to Florida Statute 607.034 (3).



DONALD ROSE
INCORPORATOR and
REGISTERED AGENT

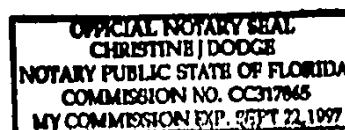
STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I HEREBY CERTIFY that before me this day, personally appeared
DONALD ROSE, as incorporator and registered agent of D&M PROPERTY
INVESTMENTS, INCORPORATED, to me known and known to me to be the
individual described in and who executed the foregoing Certificate
of Designation.


WITNESS my hand and official seal in the County and State
named above this 15th day of May, A. D. 1997.



NOTARY PUBLIC
MY COMMISSION EXPIRES:



Signed by the Incorporator this 15th day of May,
1997.



DONALD ROSE

STATE OF FLORIDA

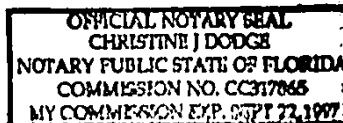
COUNTY OF HILLSBOROUGH

I HEREBY CERTIFY that before me this day, personally appeared
DONALD ROSE to me known and known to me to be the individual
described in and who executed the foregoing Articles of
Incorporation and acknowledged before me that he executed the same
for the purposes therein expressed.

WITNESS my hand and official seal in the County and State
named above this 15th day of May, A. D. 1997.



NOTARY PUBLIC
MY COMMISSION EXPIRES:



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