P97000056880

Mazin, Raleigh Management Co., Inc.
4914 Avon Lane
Sarasota, Florida 34238

900002218389--2
-06/20/97--01064--001
*****35.00 *****35.00

900002218389--2
-06/20/97--01064--002
*****35.00 *****35.00

June 19, 1997

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Dear Sir or Madam:

Enclosed you will find the Articles of Incorporation of Mazin, Raleigh Management Company, Inc., along with a check for the following fees:

1. $35.00 - for filing fees
2. $35.00 - for Registered Agent fees

Your prompt attention in filing these articles will be greatly appreciated.

Very truly yours,

W97-14522

John J. Raleigh, Jr.
Registered Agent

JJR-RM/ljw

Enclosures

FILED
97 JUN 27 AM 10: 17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AL JUN 27 1997

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 20, 1997

JOHN J. RALEIGH, JR.
4914 AVON LANE
SARASOTA, FL 34238

SUBJECT: MAZIN, RALEIGH MANAGEMENT COMPANY, INC.
Ref. Number: W97000014522

We have received your document for MAZIN, RALEIGH MANAGEMENT COMPANY, INC. and your check(s) totaling $70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must be identical throughout the document.

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

CORPORATIONS ARE NOT PERMITTED TO HAVE A DOUBLE SUFFIX.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6928.

Agnes Lunt
Corporate Specialist

Letter Number: 797A00033097

FILED
97 JUN 27 AM 10: 17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF MAZIN, RALEIGH MANAGEMENT CORPORATION

ARTICLE 1. Name

The name of the Corporation shall be Mazin, Raleigh Management Corporation, and the address shall be 4914 Avon Lane, Sarasota, Florida 34238.

ARTICLE 2. Duration

The Corporation shall exist perpetually.

ARTICLE 3. Purpose

The purpose is to engage in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE 4. Capital Stock

The corporation is authorized to issue 1,000 shares of $1.00 par value common stock which shall be designated "common shares".

ARTICLE 5. Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 4914 Avon Lane, Sarasota, Florida 34238, and the name of the initial Registered Agent of this Corporation at that address is John J. Raleigh, Jr.

ARTICLE 6. Initial Board of Directors

The Corporation shall have two (2) Directors initially. The number of Directors may be either increased or decreased from time to time, by By-Laws which shall never be less than one.

The names and addresses of the initial Directors of this Corporation are:

John J. Raleigh, Jr.
4914 Avon Lane
Sarasota, Florida 34238

Ruth Mazin
4914 Avon Lane
Sarasota, Florida 34238

ARTICLE 7. Incorporator

The name and address of the persons signing these Articles of Incorporation are:

John J. Raleigh, Jr.
4914 Avon Lane
Sarasota, Florida 34238

Ruth Mazin
4914 Avon Lane
Sarasota, Florida 34238

ARTICLE 8. Transferability of Shares

Any and all of the stockholders of this Corporation may from time to time enter into such agreements as may seem expedient to them, relating to the shares of stock held by them, and limiting the transferability thereof; and, thereafter, any transfer of said shares shall be made in accordance with the terms of said agreement, provided that before the actual transfer of said shares on the books of the Corporation, written or printed upon the certificate representing said shares, and the By-Laws of this Corporation may likewise include proper provisions for the making of such agreements, as aforesaid.

ARTICLE 9. Transactions with Interested Directors or Officers

In the absence of fraud, no contract or other transaction between this Corporation and any other corporation or any individual or firm shall be in any way affected or invalidated by the fact that any of the Directors or Officers of this Corporation are interested in such contract or transaction, provided that such interest shall be fully disclosed or otherwise known to the Board of Directors in the meeting of such Board at which such contract or transaction is authorized or confirmed, and provided, however, that any such Directors of this Corporation who are so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation which shall authorize or confirm such contract or transaction, and any such Director may vote thereon to 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 so interested.

ARTICLE 10. Replacing Stock Certificates

The Board of Directors, may, by resolution, provide for the issuance of stock certificates to replace lost or destroyed certificates.

ARTICLE 11. Amendment

These Articles of Incorporation may be amended in any manner provided by law.

ARTICLE 12. Indemnification

The Corporation shall indemnify any Director or Officer or any former Officer or Director to the full extent permitted by law.

ARTICLE 13. Date of Commencement

The date of commencement of this corporation shall be the date of filling these Articles of Incorporation with the Department of State, State of Florida.

IN WITNESS THEREOF, the undersigned subscriber has executed these Articles of Incorporation this 19th day of June, 1997.

John J. Raleigh, Jr.
Incorporator

Ruth Mazin
Incorporator

State of Florida
County of Sarasota

Before me personally appeared John Raleigh, Jr. and Ruth Mazin, to me well known and known to me to be the persons described an and who executed the foregoing instrument, and acknowledged to and before me that executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this 19th day of June, 1997.

Linda Arvin Waugh
Notary Public, State of Florida at Large

My commission expires:

OFFICIAL NOTARY SEAL
LINDA J ARVIN
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC394502
MY COMMISSION EXP. JULY 21,19[illegible]

FILED
97 JUN 27 AM 10: 17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Acceptance by Registered Agent

Having been named to accept service of process for the above stated Corporaotion, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of by duties
Dated June 19, 1997.

John J. Raleigh, Jr.