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ACCOUNT NO. : 072100000032

REFERENCE : 446784 9743A

AUTHORIZATION :

COST LIMIT : \$ PRE PAID

ORDER DATE : June 30, 1997

ORDER TIME : 11:14 AM

ORDER NO. : 446784-005

CUSTOMER NO: 9743A

CUSTOMER: Mr. Scott Wright
WRIGHT & GOSS

Suite 300
175 East Nasa Blvd.
Melbourne, FL 32901

000002226540--9
-06/30/97--01068--029
****122.50 ****122.50

DOMESTIC FILING

NAME: EAU GALLIE PROPERTIES, 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: Andrew Cumper

EXAMINER'S INITIALS:

FILED
97 JUN 30 PM 4:04
TALLAHASSEE, FLORIDA
STATE

DMC 6/30

RECEIVED
97 JUN 30 PM 1:12
DIVISION OF CORPORATION

FILED

97 JUN 30 PM 4:04

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
EAU GALLIE PROPERTIES, INC.

ARTICLE I. NAME

The name of this corporation is EAU GALLIE PROPERTIES, INC..

ARTICLE II. DURATION

The period of duration of this corporation is perpetual.

ARTICLE III. PURPOSE

The purpose for which the corporation is organized is to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares that the corporation shall have the authority to issue is 7,500 shares of capital stock with a par value of \$1.00 per share.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The mailing address and street address of the initial principal and registered office of this corporation is 175 E. Nasa Blvd., Ste. 300, Melbourne, Florida 32901. The name of the initial registered agent at such address is: Scott Wright.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of four members. The number of Directors may be either increased or diminished from time to time as provided by the Bylaws, but shall never be less than one. The names and addresses of the initial Directors of this corporation are:

Hubert C. Childress, Jr.
175 E. Nasa Blvd., Ste. 300
Melbourne, FL 32901

Scott Wright
175 E. Nasa Blvd., Ste. 300
Melbourne, FL 32901

Stephen G. Charpentier
175 E. Nasa Blvd., Ste. 300
Melbourne, FL 32901

M.H. Williams
27 E. Hibiscus Blvd., Ste. A
Melbourne, Florida 32901

ARTICLE VII. INCORPORATOR

The names and addresses of the incorporators of this corporation are:

Scott Wright
175 E. Nasa Blvd., Ste. 300
Melbourne, Florida 32901

ARTICLE VIII. INDEMNIFICATION

The corporation shall indemnify any officer of Director or former officer or Director to the full extent permitted by law.

ARTICLE IX. BYLAWS

The powers to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and shareholders.

IN WITNESS WHEREOF, the undersigned have made and subscribed of these Articles of Incorporation at Melbourne, Florida, on this 26th day of June, 1997.



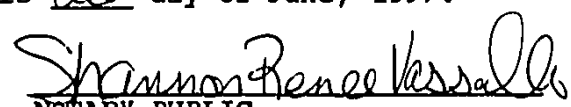
SCOTT WRIGHT

STATE OF FLORIDA
COUNTY OF BREVARD

BEFORE ME, the undersigned authority, this day personally appeared SCOTT WRIGHT who is personally known to me and who is known to me to be the person described in the foregoing Articles of Incorporation, and he did freely and voluntarily acknowledge before me, according to law, that she made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Melbourne, Florida, on this 26th day of June, 1997.

(STAMP OR SEAL)



NOTARY PUBLIC

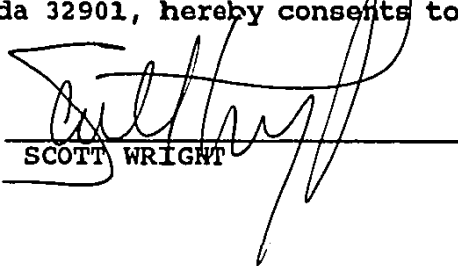
Shannon Renee Vassallo
NOTARY PRINT NAME

FILED

97 JUN 30 PM 4: 04

ACCEPTANCE OF REGISTERED AGENT

The undersigned, having been designated as Registered Agent of STATE
EAU GALLIE PROPERTIES, INC. with the registered office at 115 E. FLORIDA
Nasa Blvd., Ste. 300, Melbourne, Florida 32901, hereby consents to
and accepts said designation.



SCOTT WRIGHT

STATE OF FLORIDA
COUNTY OF BREVARD

BEFORE ME, the undersigned authority, this day personally
appeared SCOTT WRIGHT who is personally known to me or has produced
Personally Known as identification, and who is
well known to me to be the person described in and who executed the
foregoing Acceptance of Registered Agent, and he did freely and
voluntarily acknowledge before me according to law, that he made
and subscribed the same for the uses and purposes therein mentioned
and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official
seal, at Melbourne, Florida, on this 26th day of June, 1997.

(STAMP OR SEAL)



NOTARY PUBLIC

Shannon Renee Vassallo
NOTARY PRINT NAME